

VOL  
3

# ULTIMATE SPIDER-MAN

# DOUBLE TROUBLE

VOL  
3

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**"ULTIMATE SPIDER-MAN** is a brilliant 're-imagining' that follows a younger and slightly hipper Peter Parker easing into the role of hero for the first time."  
— Cinescape

Continuing the red-hot series by super-scribe **Brian Michael Bendis** (Alias, Powers) and veteran penciler **Mark Bagley** (Thunderbolts, Amazing Spider-Man)!

As if juggling high school and superheroics weren't enough, Peter Parker now must contend with the deranged Dr. Otto Octavius — out to kill everyone and anyone associated with the accident that grafted monstrous metal tentacles to his body. And that includes Peter!

Plus: From the bleak Australian outback emerges the most dangerous man alive — Kraven the Hunter! His vow: to bag America's most elusive prey — Spider-Man!

It's the biggest battle of the young wall-crawler's fledgling career as Spidey takes on the terrifying tag team of Doctor Octopus and Kraven...on live TV!

Collecting Ultimate Spider-Man #14-21.

**MARVEL**

# ULTIMATE SPIDER-MAN

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**ULTIMATE**

**SPIDER-MAN®**

ISSUE

**14**

DOCTOR OCTOPUS



BENDIS  
BAGLEY  
THIBERT

**MARVEL®**





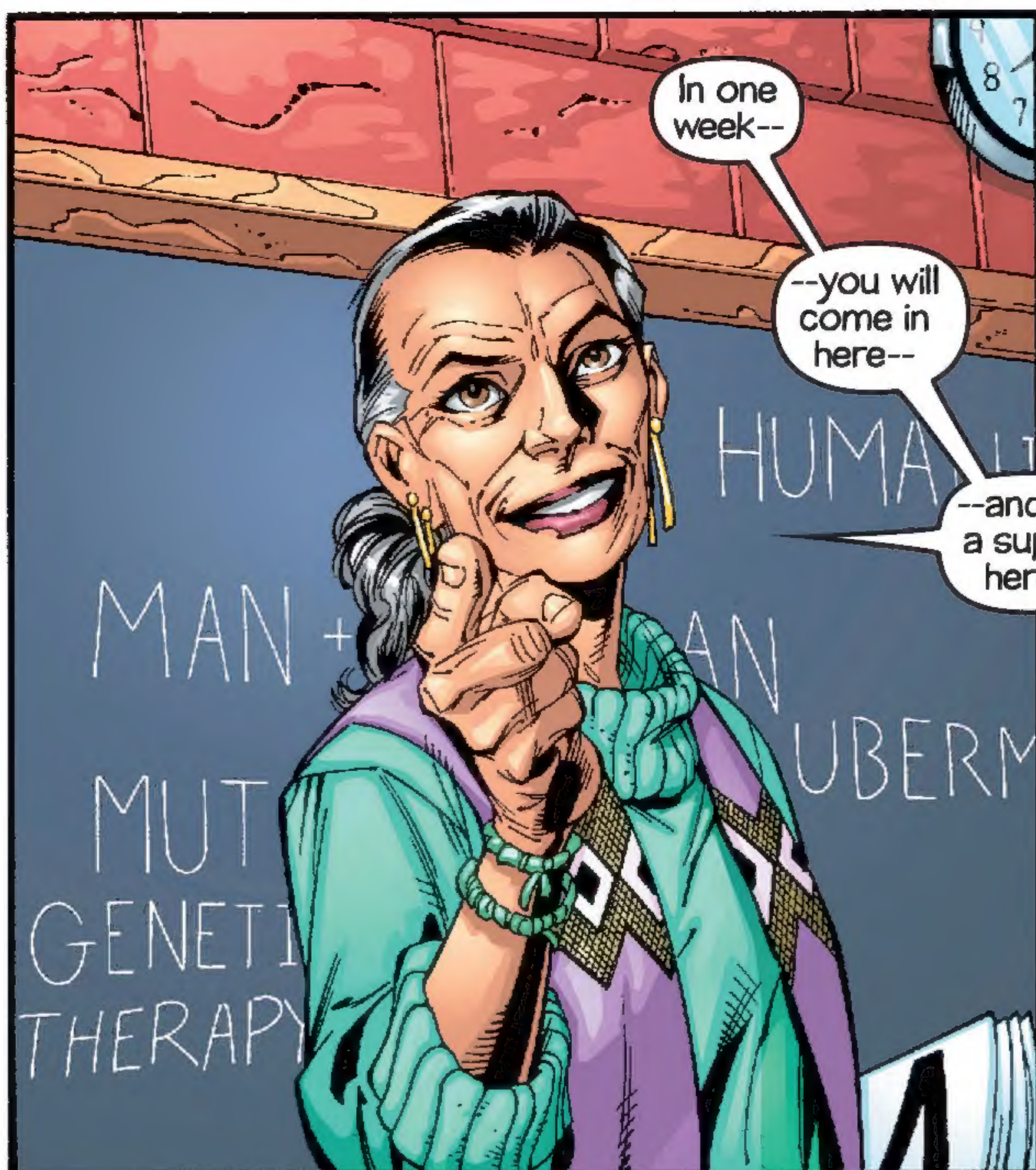
# 70 YEARS OF MARVEL COMICS

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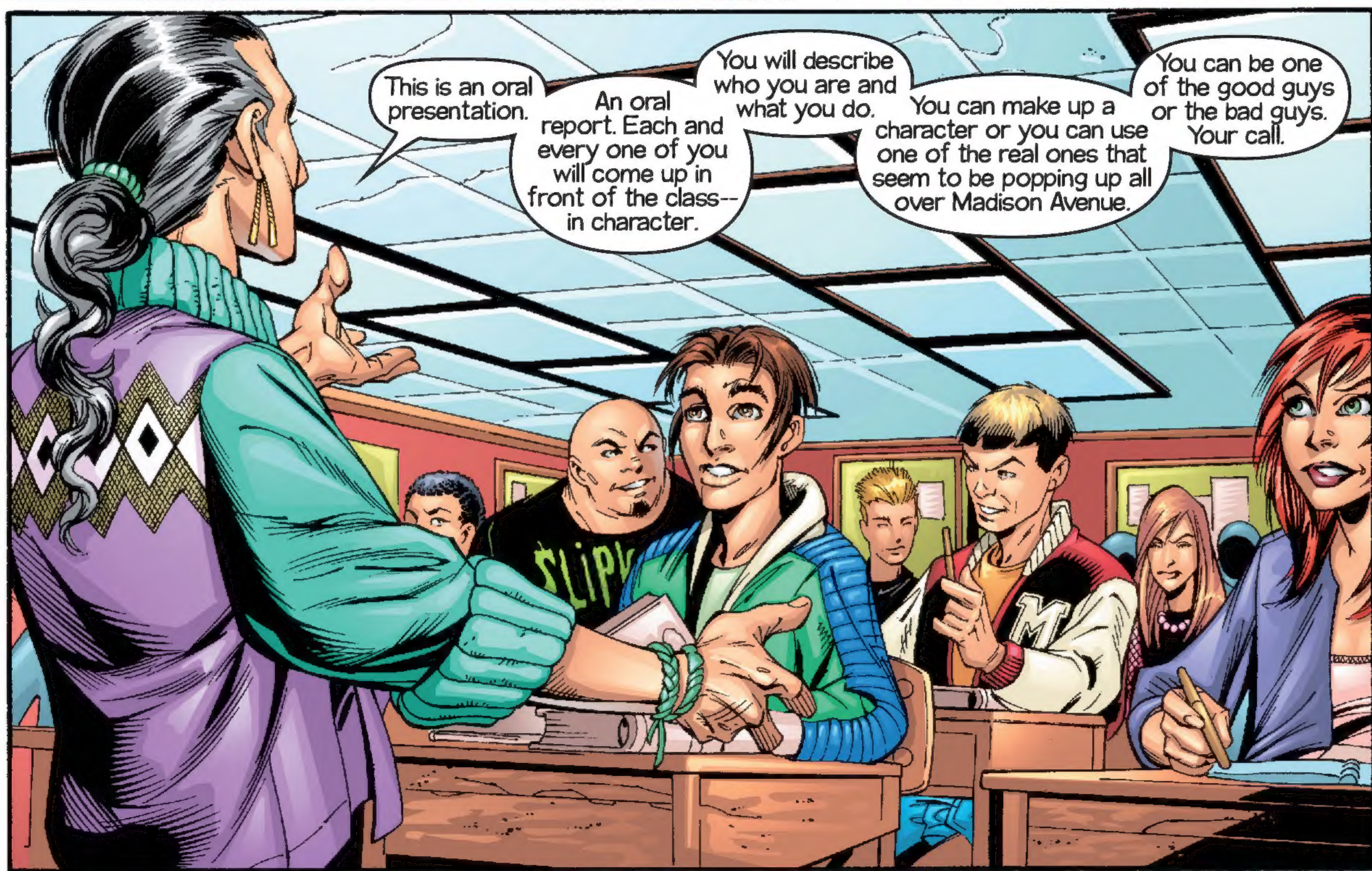




In one week--

--you will come in here--

--and be a super hero.



This is an oral presentation.

An oral report. Each and every one of you will come up in front of the class-- in character.

You will describe who you are and what you do.

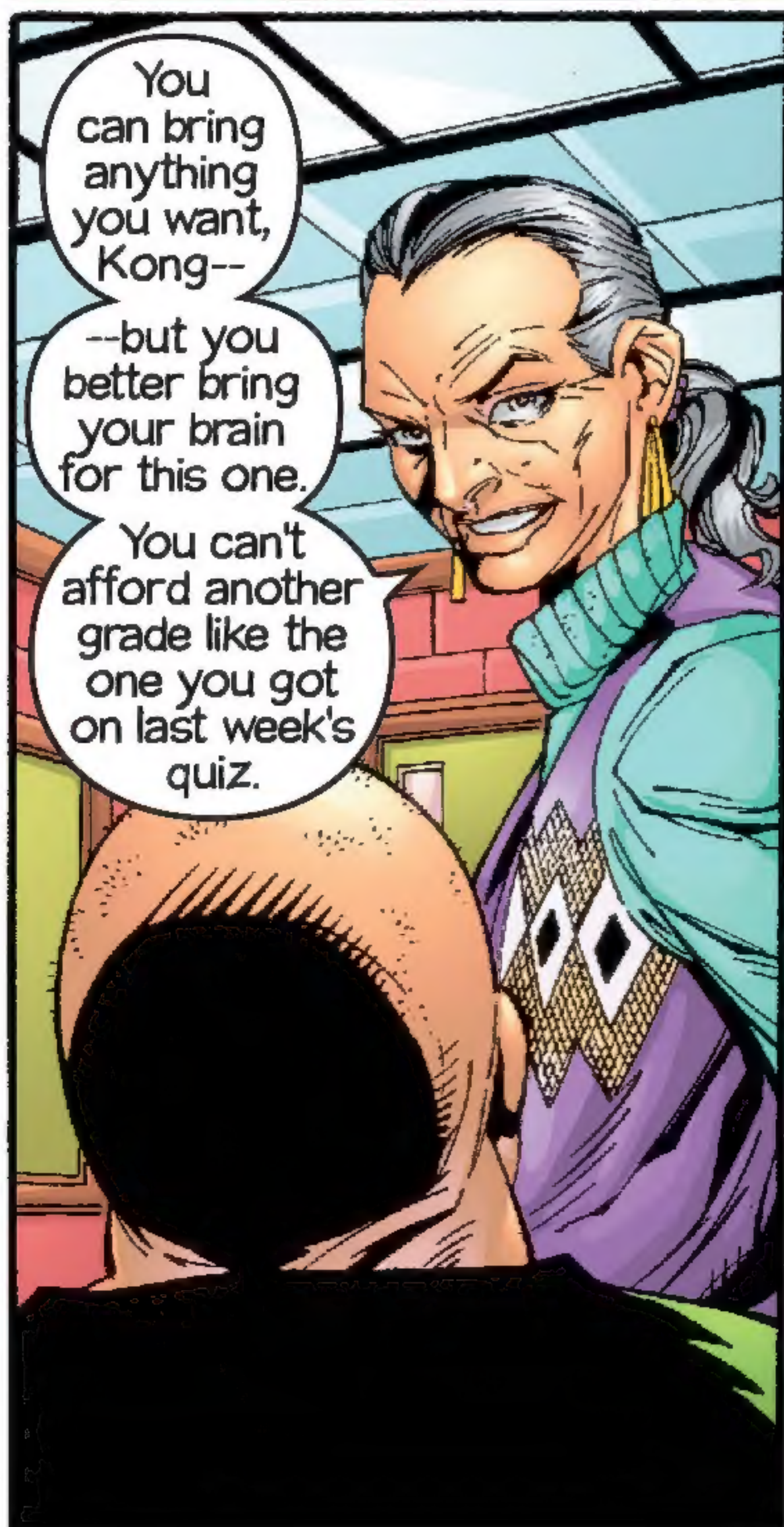
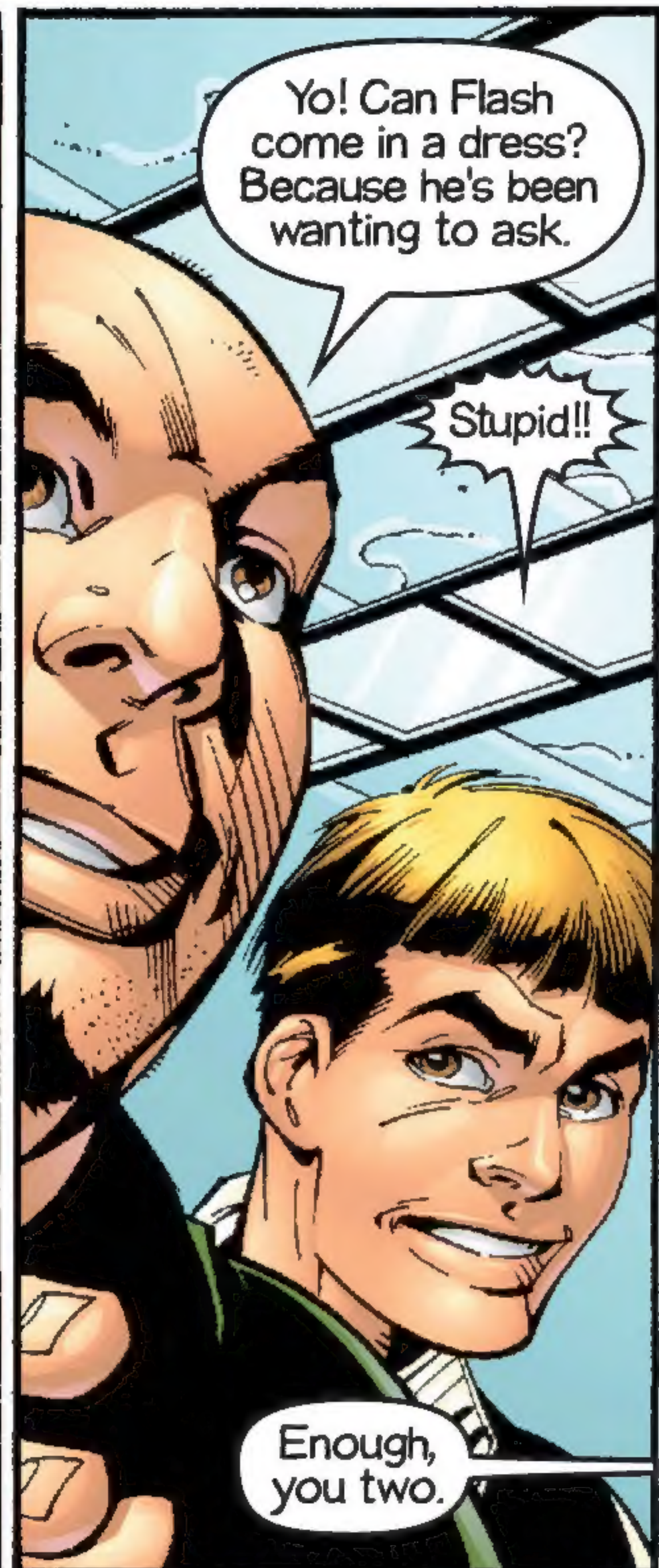
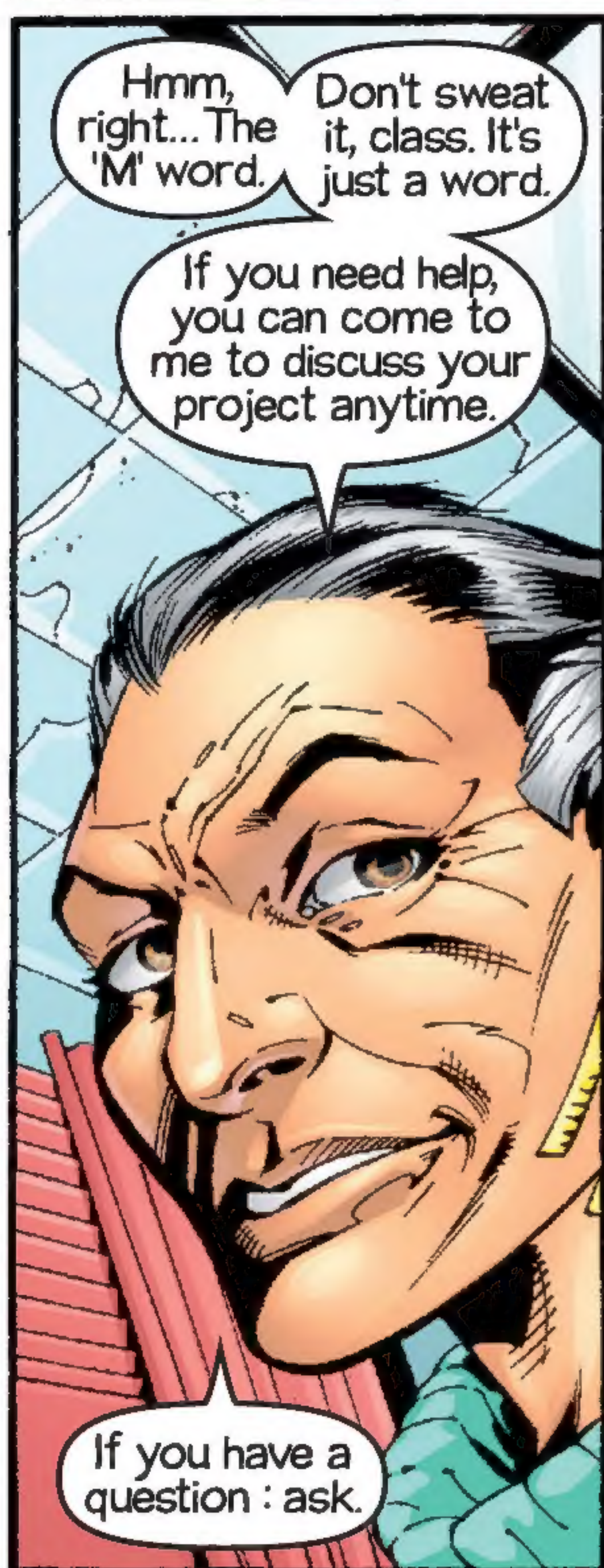
You can make up a character or you can use one of the real ones that seem to be popping up all over Madison Avenue.

You can be one of the good guys or the bad guys. Your call.



But you have to tell me why you are the way you are and what your powers mean to you.









Did you check the reading?

I am, this minute, doing just that.

And...

And it's a reading.

Same as before?

Same as before.



He's hungry today.

Pulse is good. Best yet.

What did you do this weekend?

Nothin'-- went to the movies.



What did you see?

I don't know. Some piece of Ashley Judd garbage.

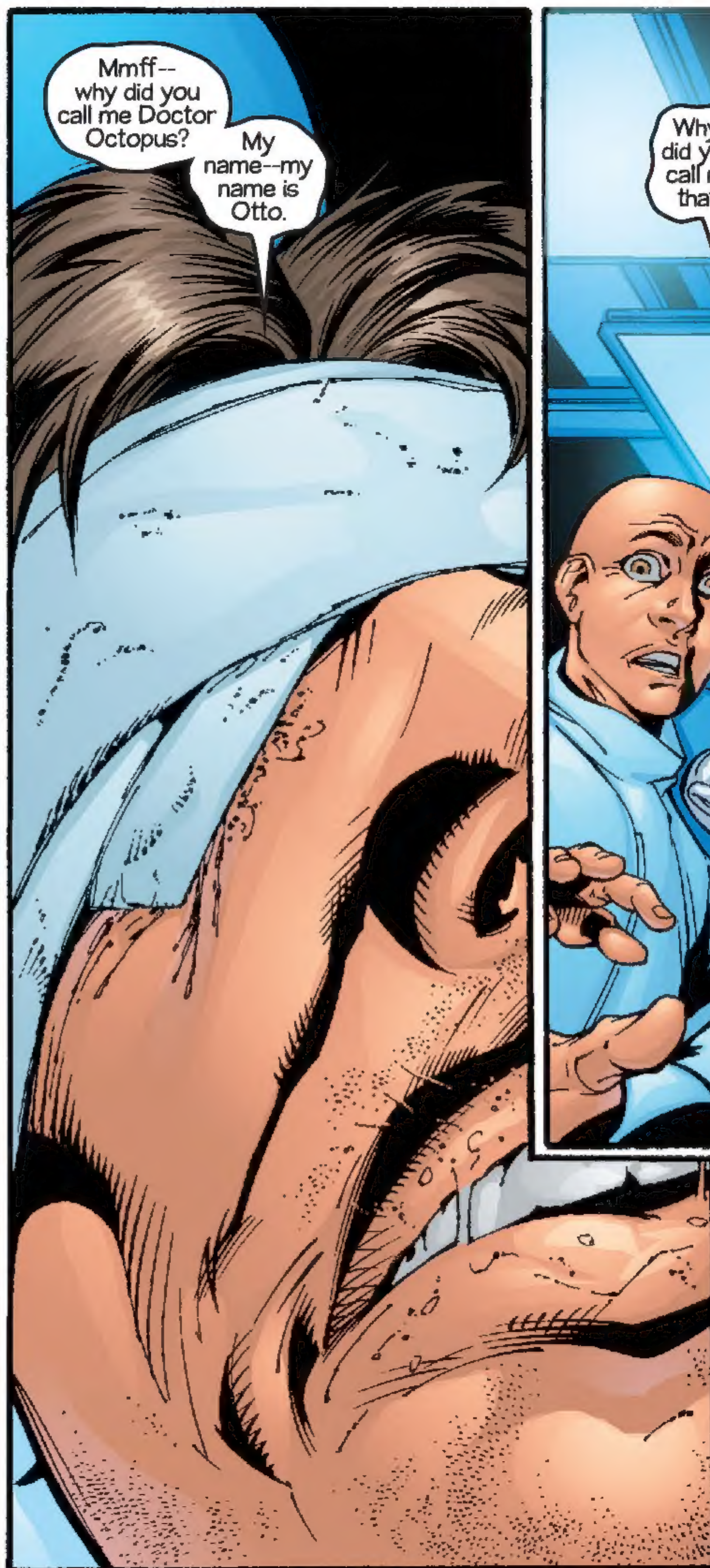
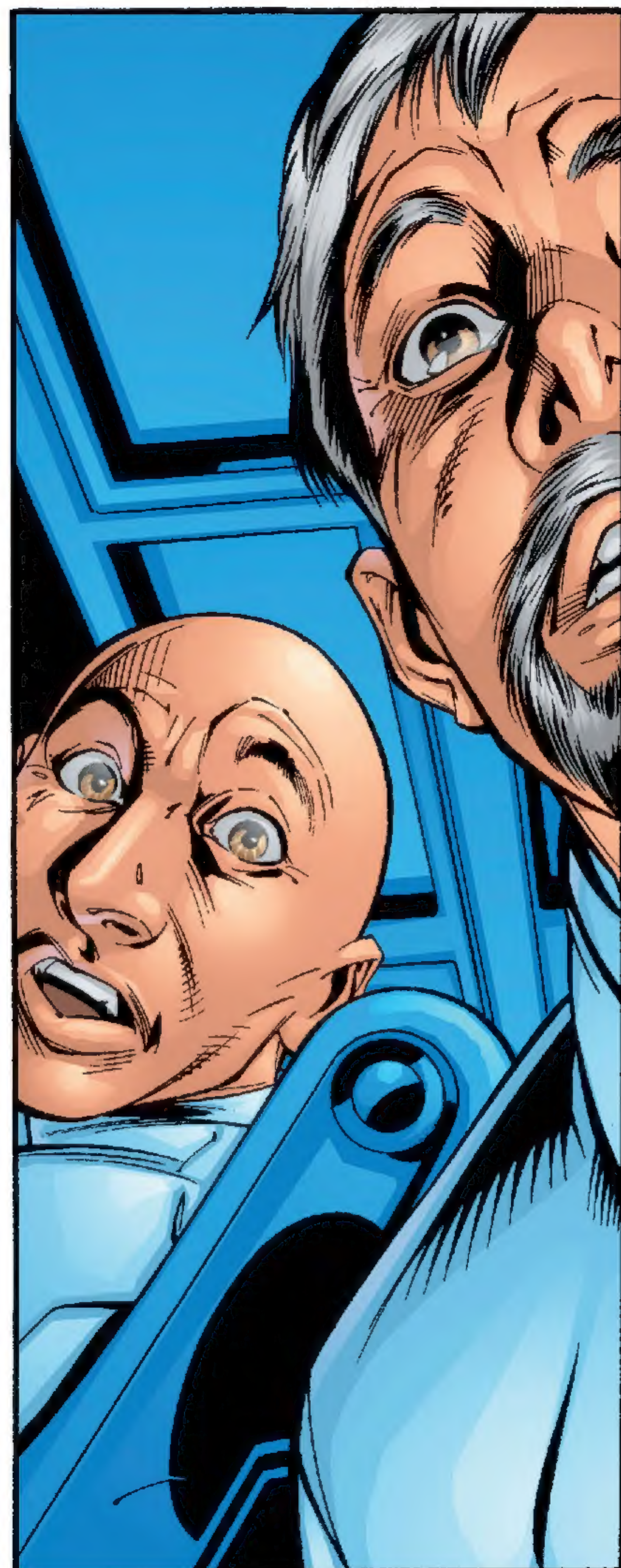
Yeah--who decided she was a movie star?

I know. Same person that decided Molly Ringwald was.

Who?

Exactly.







WHY DID YOU  
CALL ME DOCTOR  
OCTOPUS ?!!!?







Man, I hate pep rally.

Yeah--how come all this makes me feel, like, everything but peppy?

I'd rather be at work. I am so broke it's sickening.



Me too.



Well, sure, but you got a cool job.

I do?

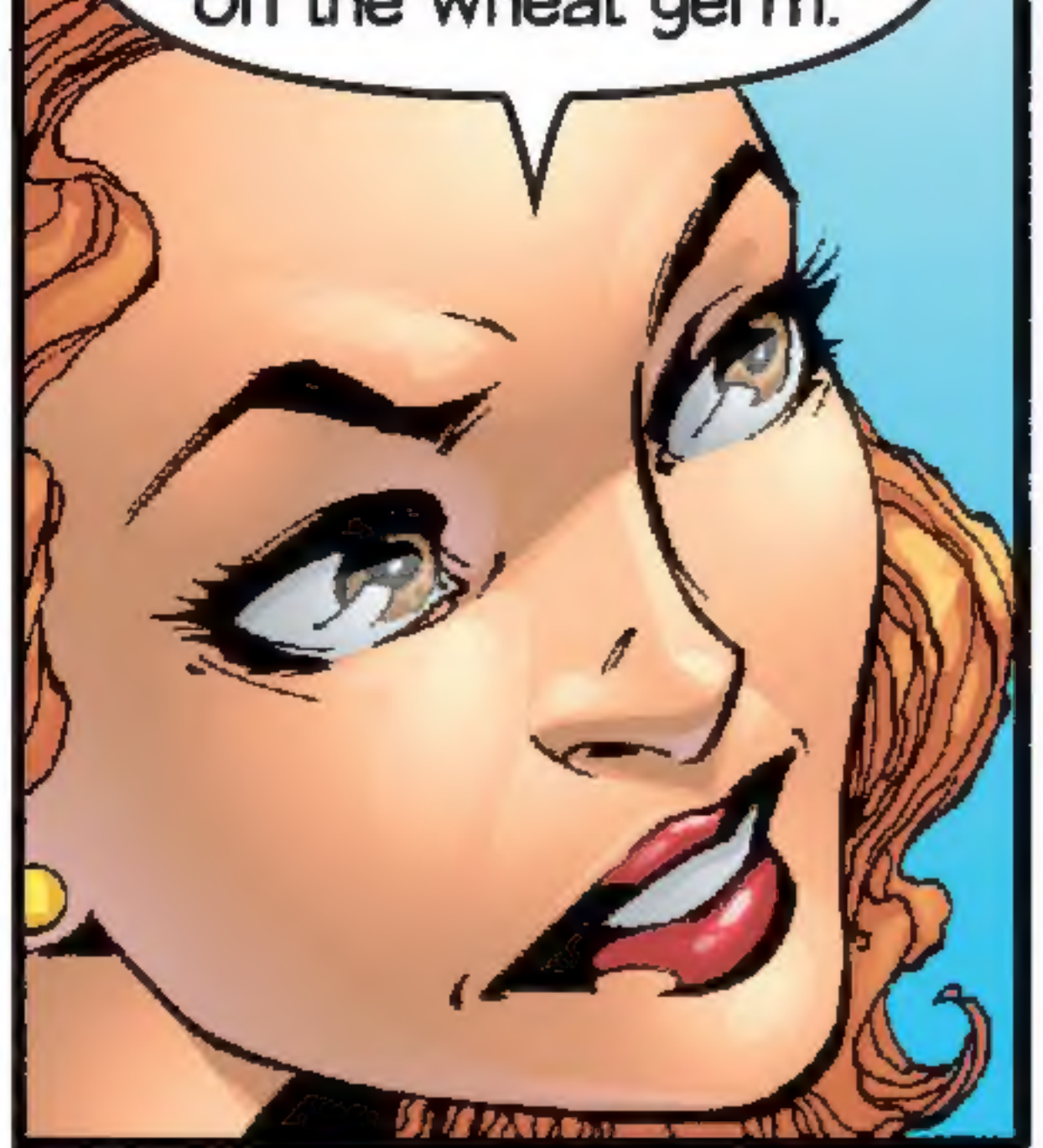
At a newspaper? Come on, are you kidding me? I work at the freakin' Cinnebon.

Yo man, I think I hate that super hero assignment.

What does it have to do with anything?

Yeah, and could you believe she told us to come to school dressed as mutants?

I mean, how tacky is that? Crunchy Granola lady needs to cut back on the wheat germ.



I mean, I never thought I'd be saying this--but can't we just do math or something?



Well, at least its better than reading.

My brain can't take any more. My brain is full...



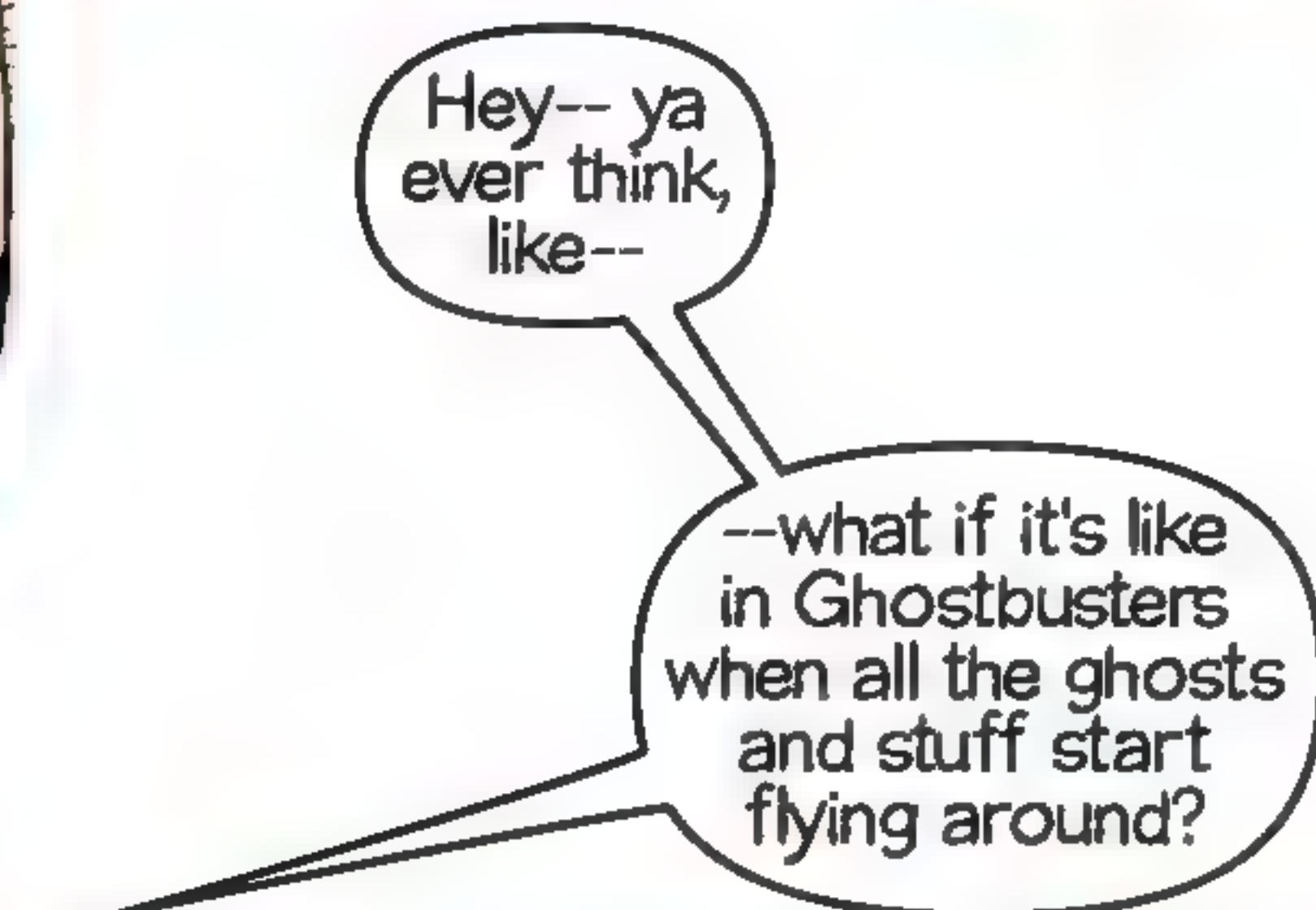
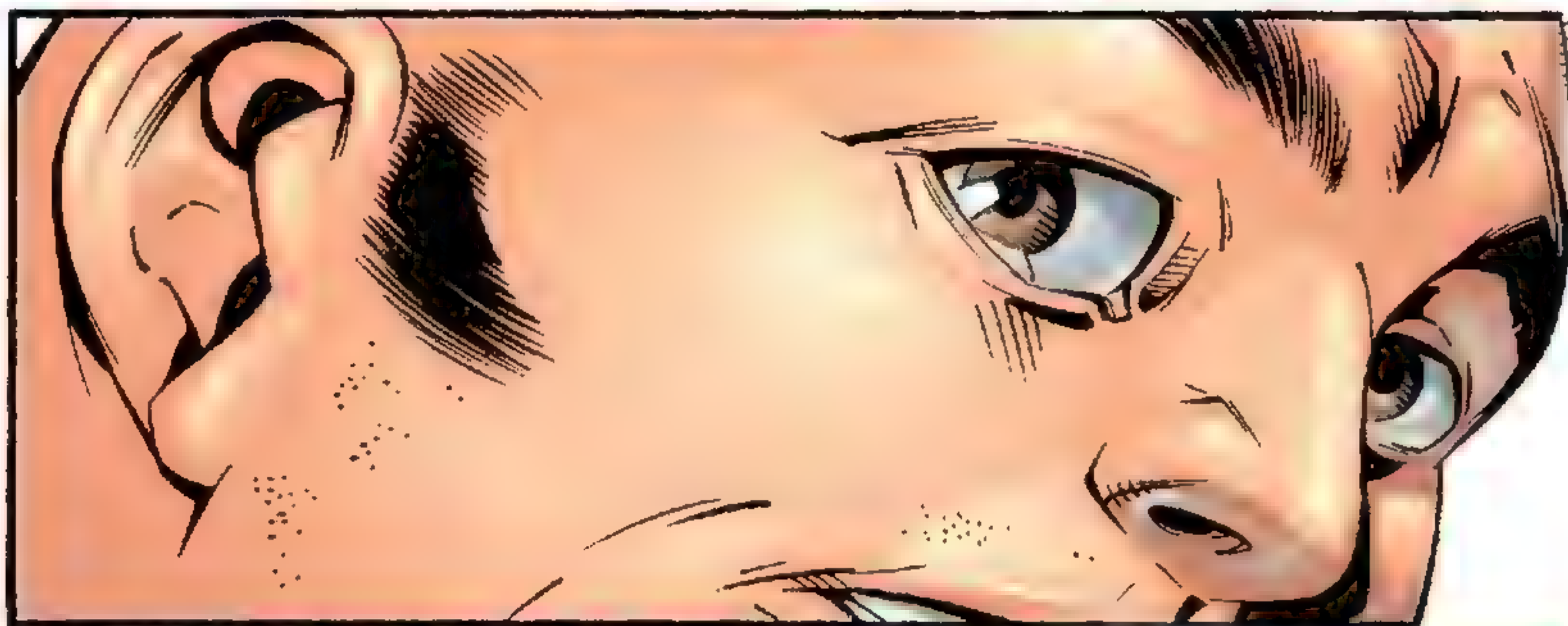
Anyone gonna go as Spider-Man?

Dude--you are so gay for Spider-Man.

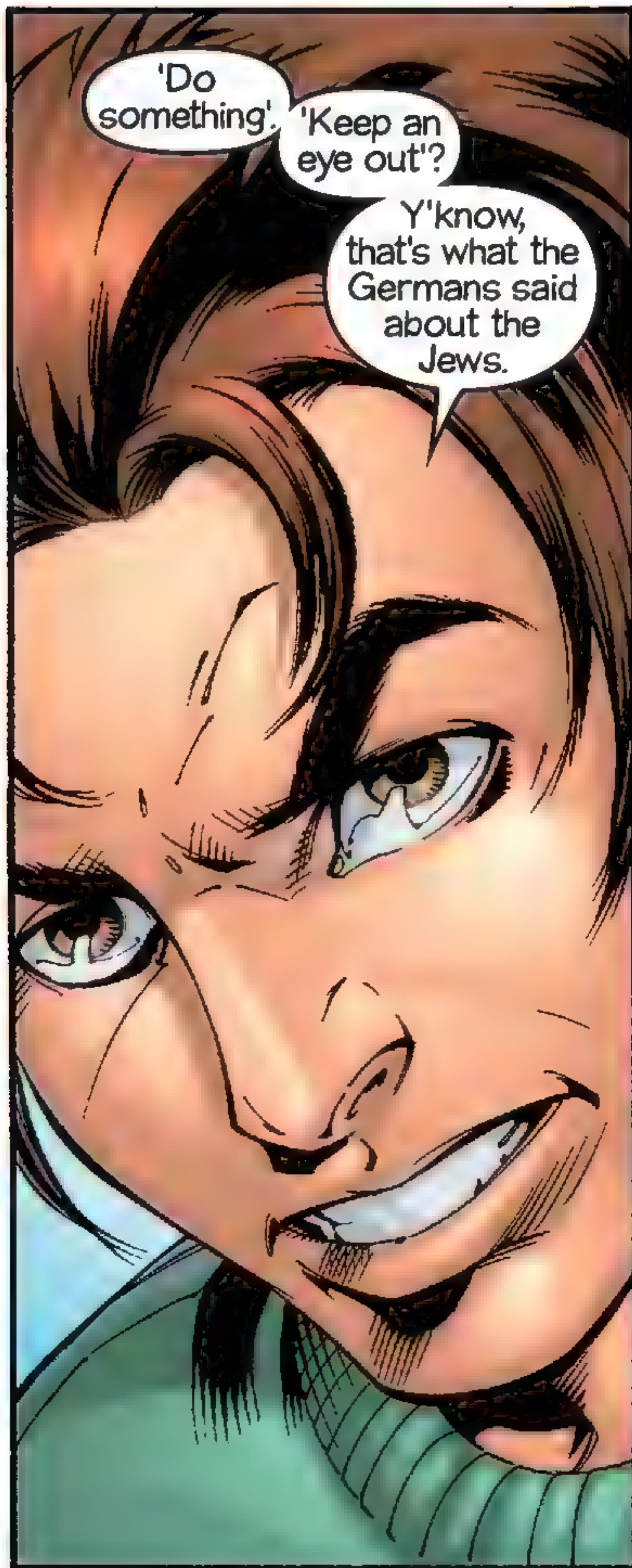
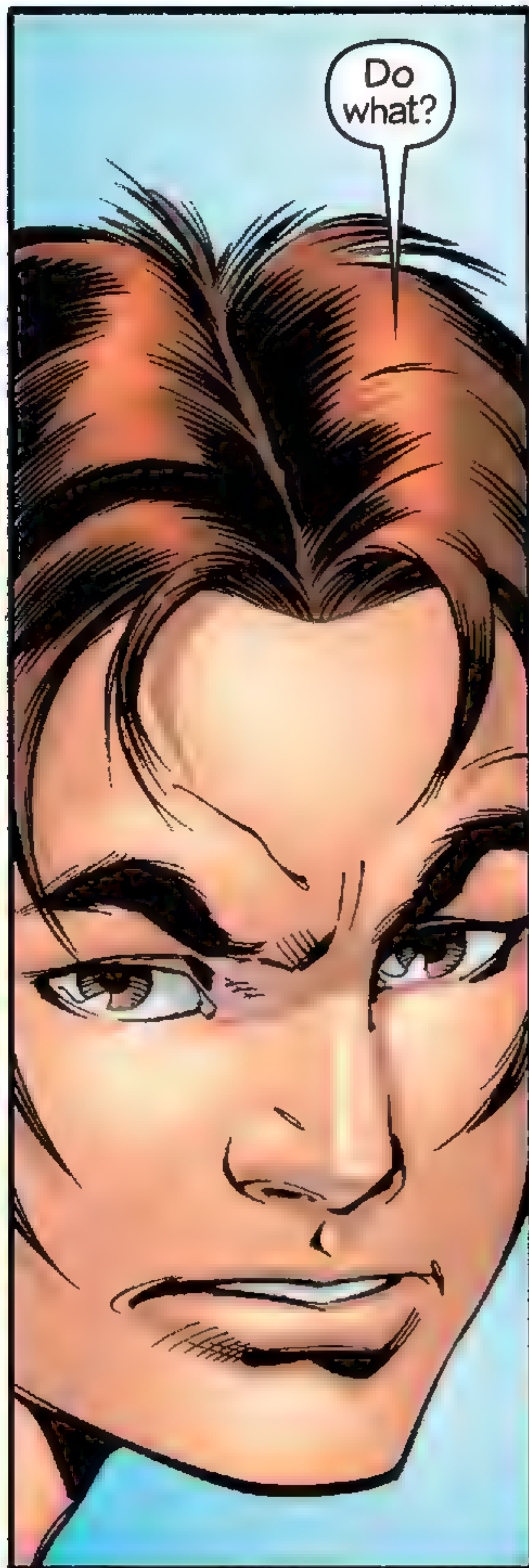
Shut up.

I'm gonna go as a mutant. A big, horny mutant.













How do you think the dinosaurs felt that moment just before the meteor hit?

I mean--they were just, like, standing around and all of a sudden it's like: oh @#!\$, we're extinct.

I mean, that's what's going on, right? That's what you're worried about.

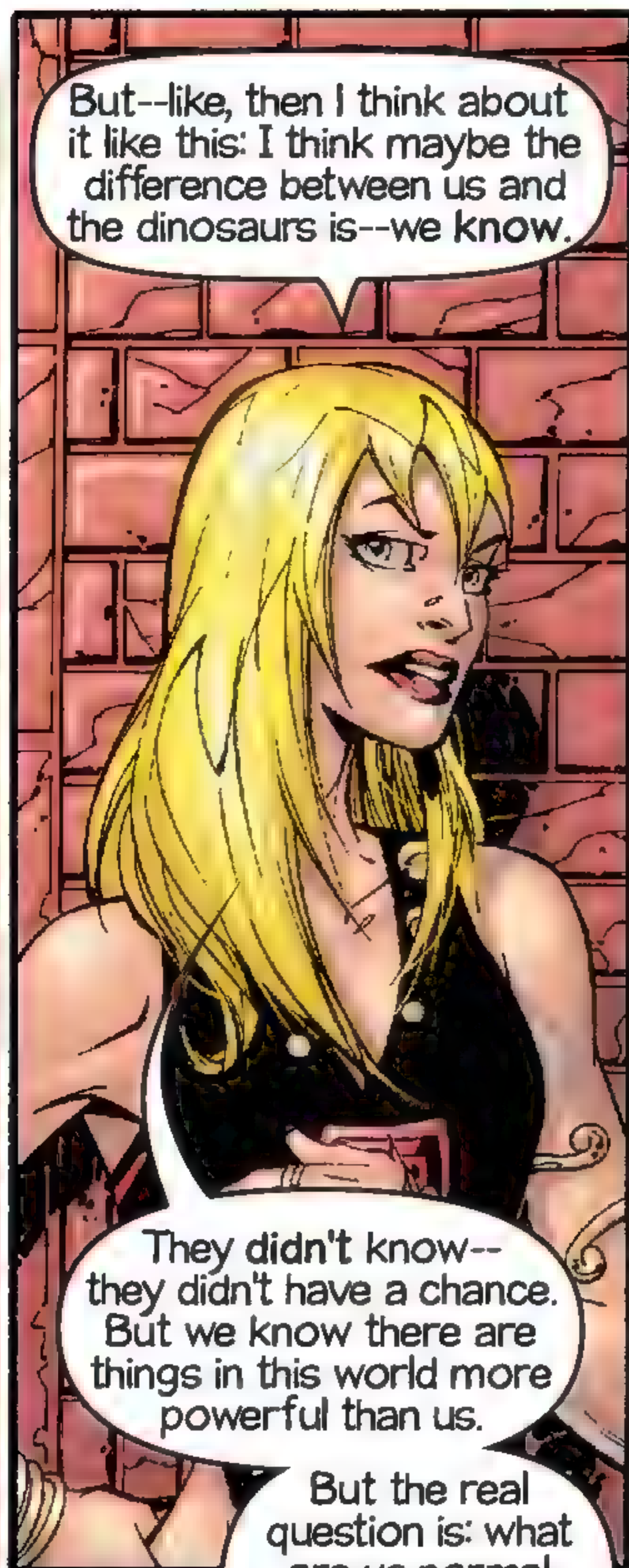
We're extinct.



All of a sudden 'it's if you don't fly-- you don't survive.'

I mean, there's, like, a guy now who can walk on walls? What's that about?

And now you have to think about that fact every day of your life. The fact that you can't.



But--like, then I think about it like this: I think maybe the difference between us and the dinosaurs is--we know.

They didn't know-- they didn't have a chance. But we know there are things in this world more powerful than us.

But the real question is: what are us normal people--what are we going to do without powers?

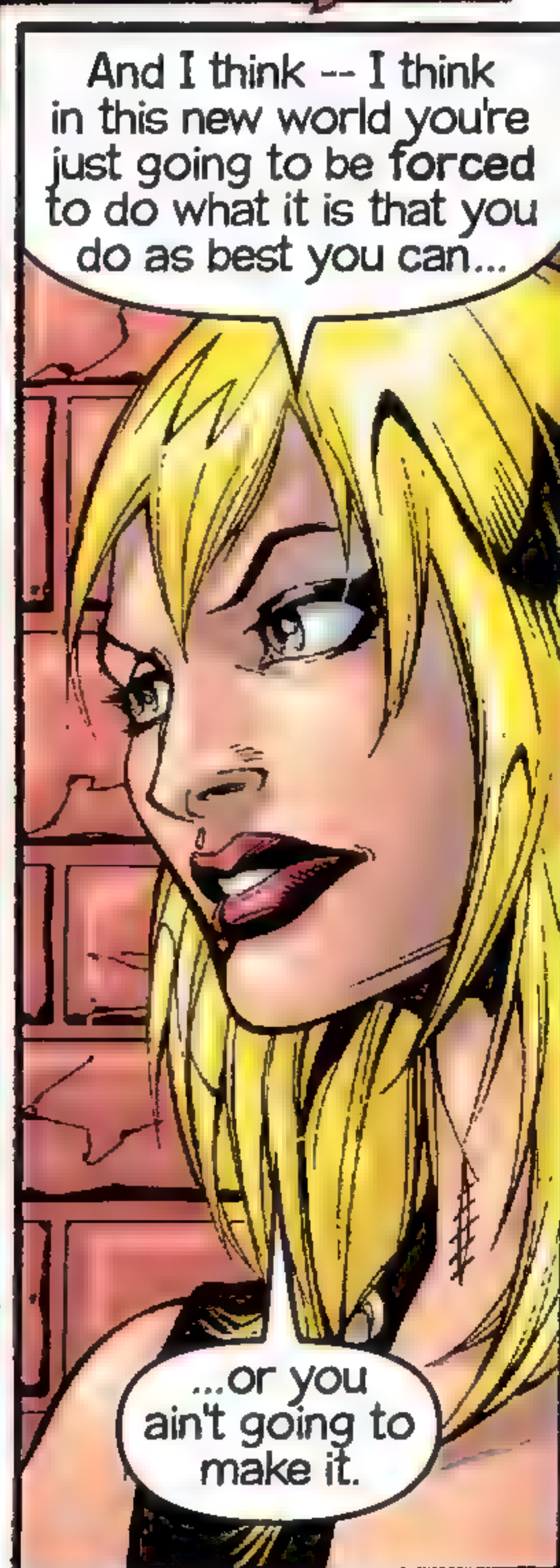
But see? What is, like, 'powers' anyhow? This dude right here is stronger than me, does that make him super-powered? See?



'Cause I have a theory-- that, like, whatever you do... is your super power.

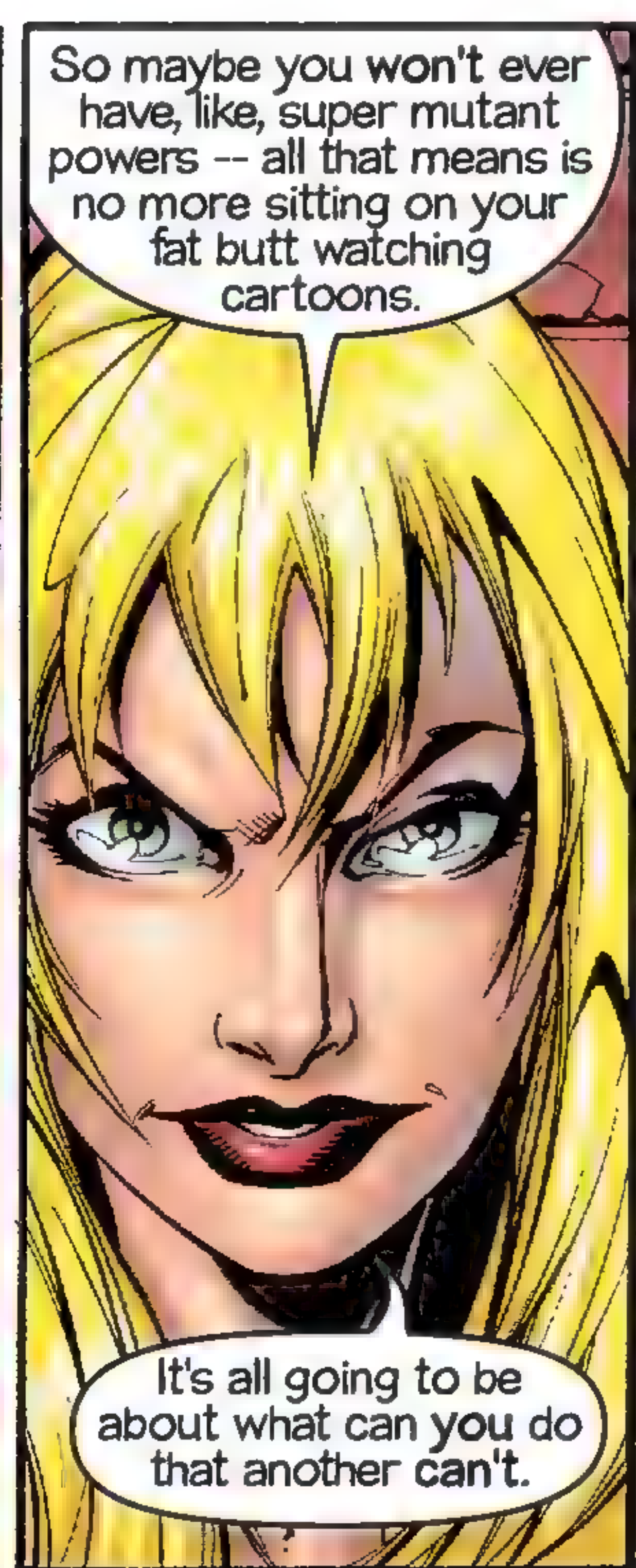
You play guitar? Football? Math? Whatever you do--whatever makes you-- you.

That's your power.



And I think -- I think in this new world you're just going to be forced to do what it is that you do as best you can...

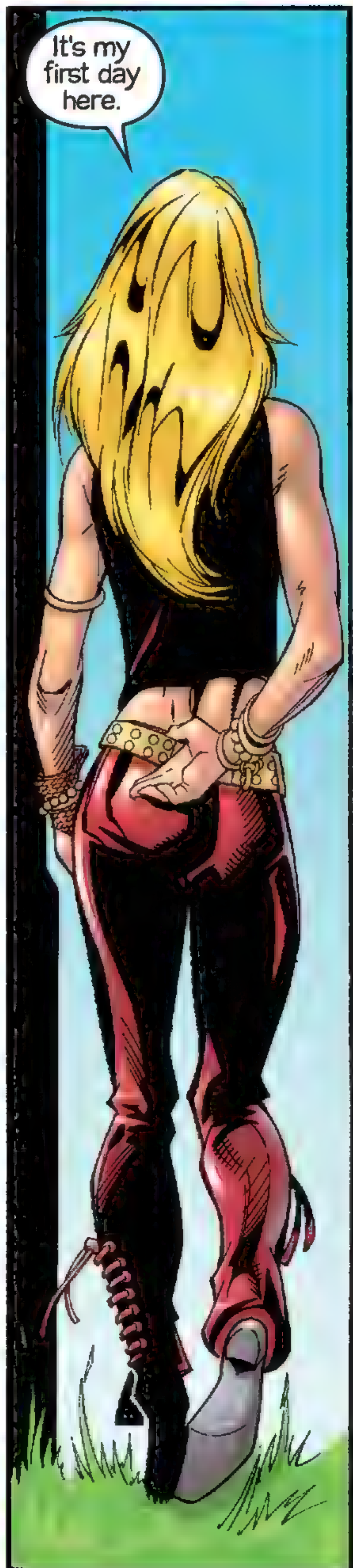
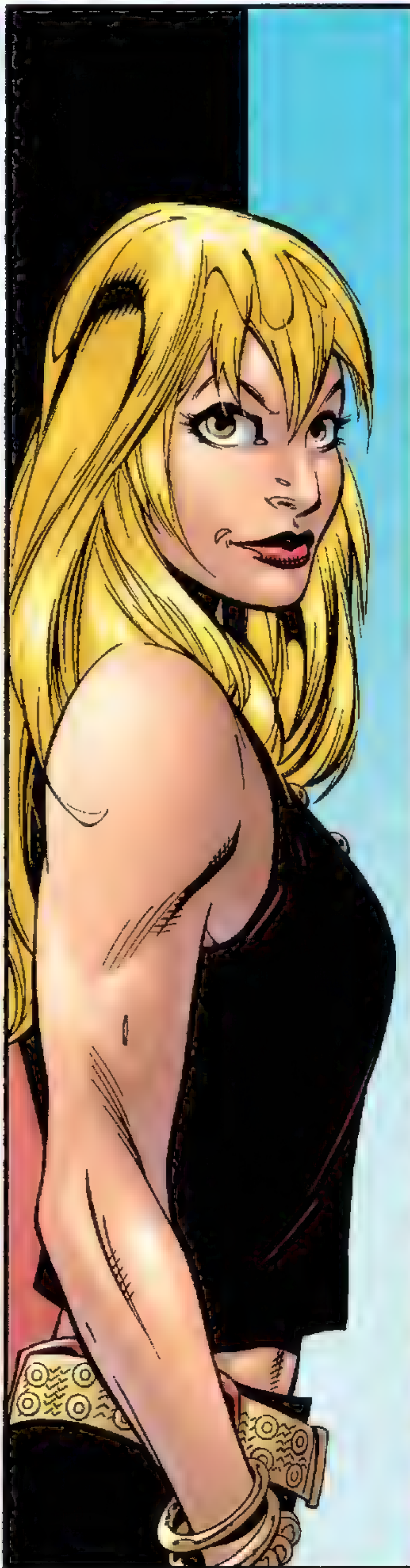
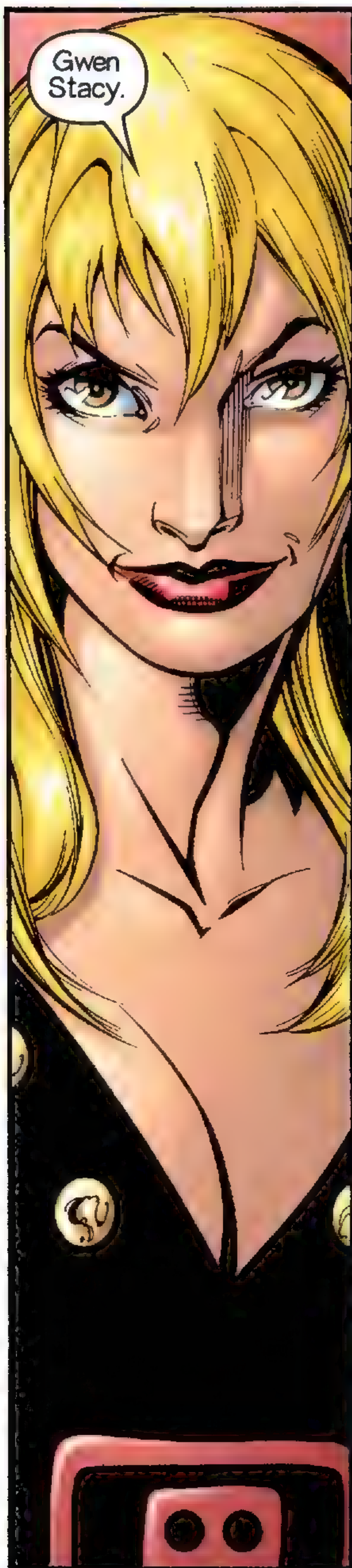
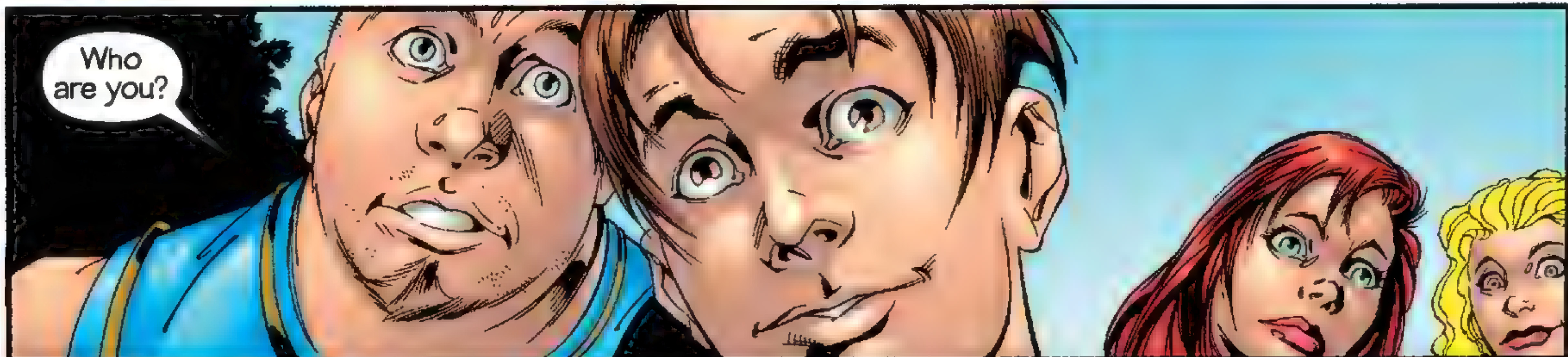
...or you ain't going to make it.



So maybe you won't ever have, like, super mutant powers -- all that means is no more sitting on your fat butt watching cartoons.

It's all going to be about what can you do that another can't.









Ughh...

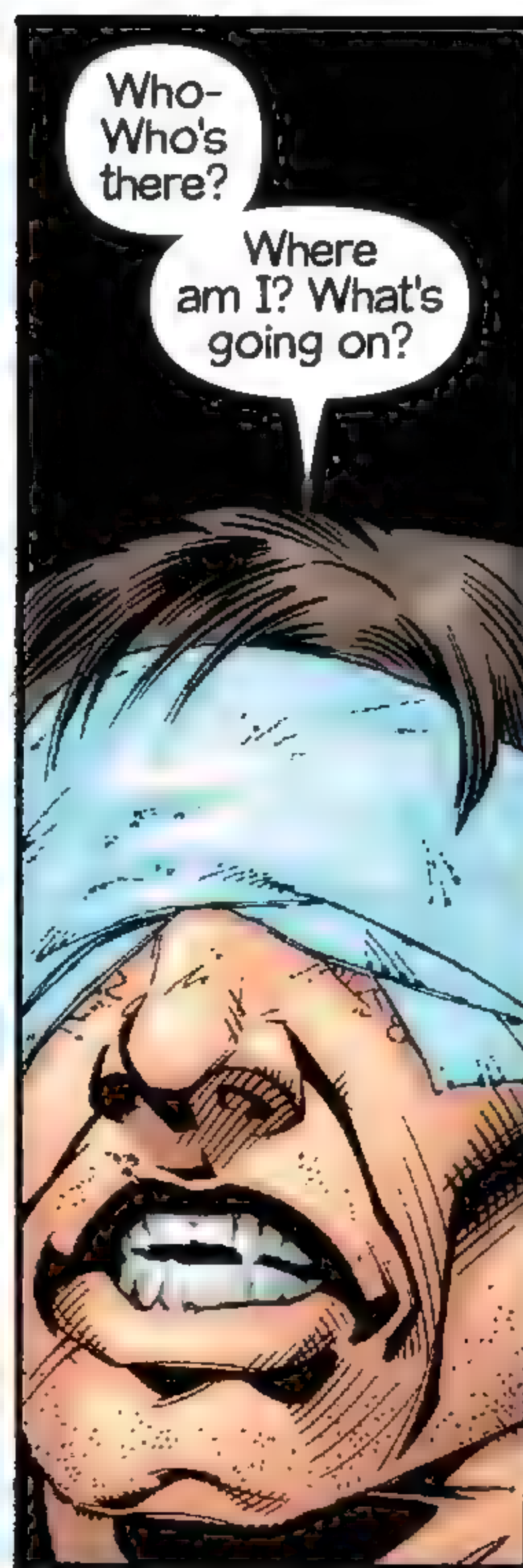
Hello?

Hello?



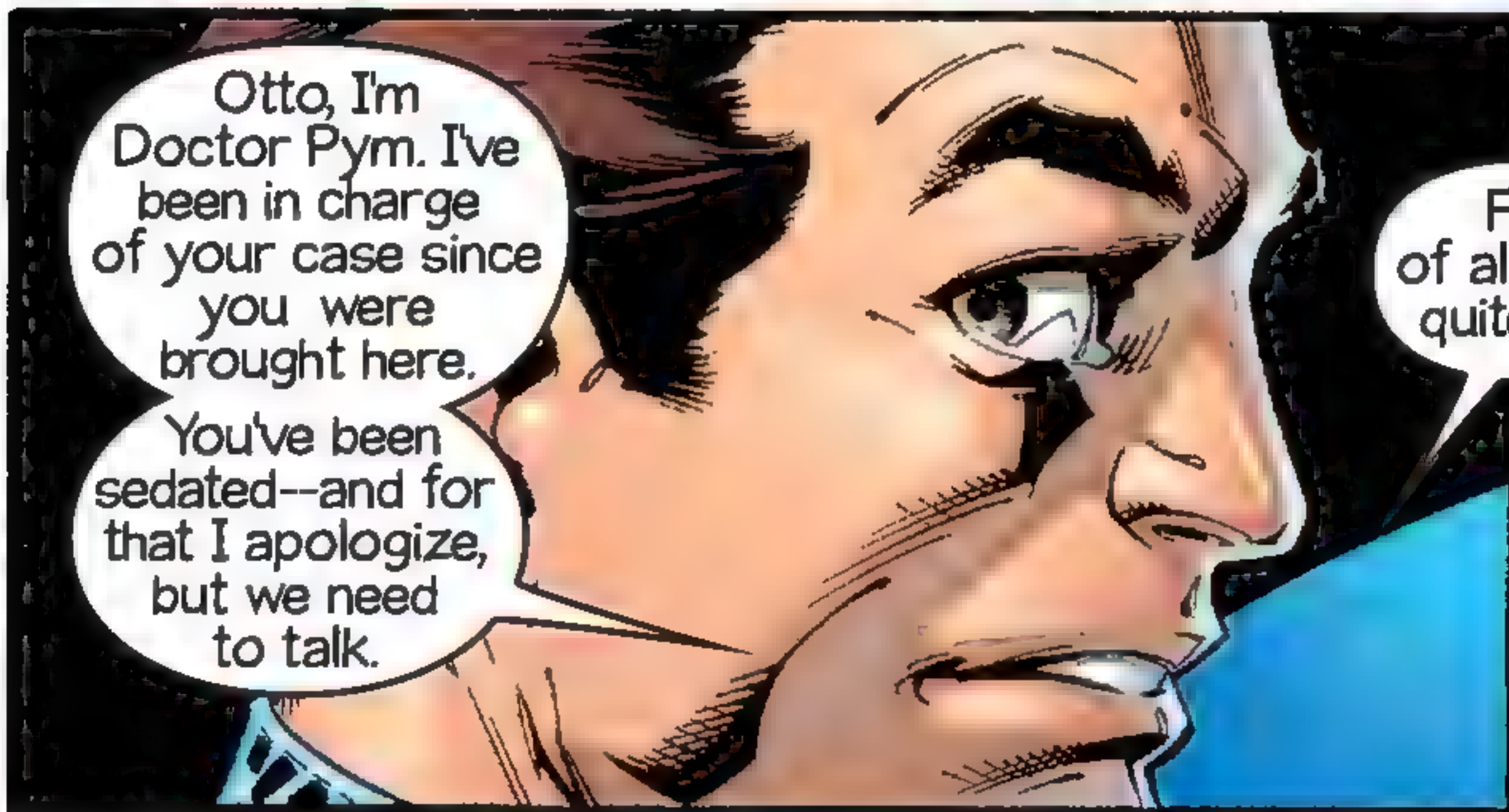
You're awake.  
Aahh...

That's good.



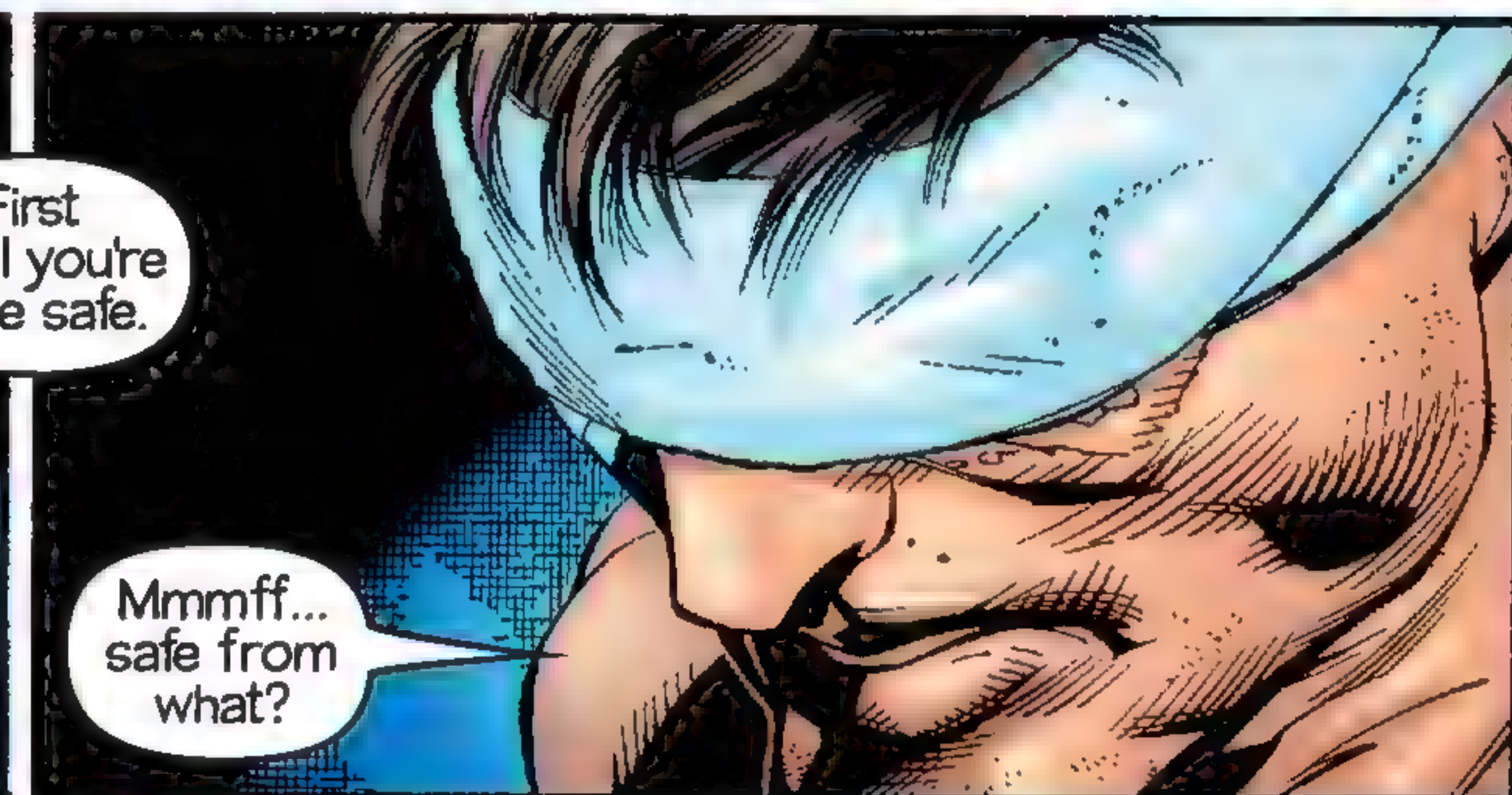
Who-Who's there?

Where am I? What's going on?



Otto, I'm Doctor Pym. I've been in charge of your case since you were brought here.

You've been sedated--and for that I apologize, but we need to talk.



First of all you're quite safe.

Mmmff... safe from what?



Do you remember how you got here?

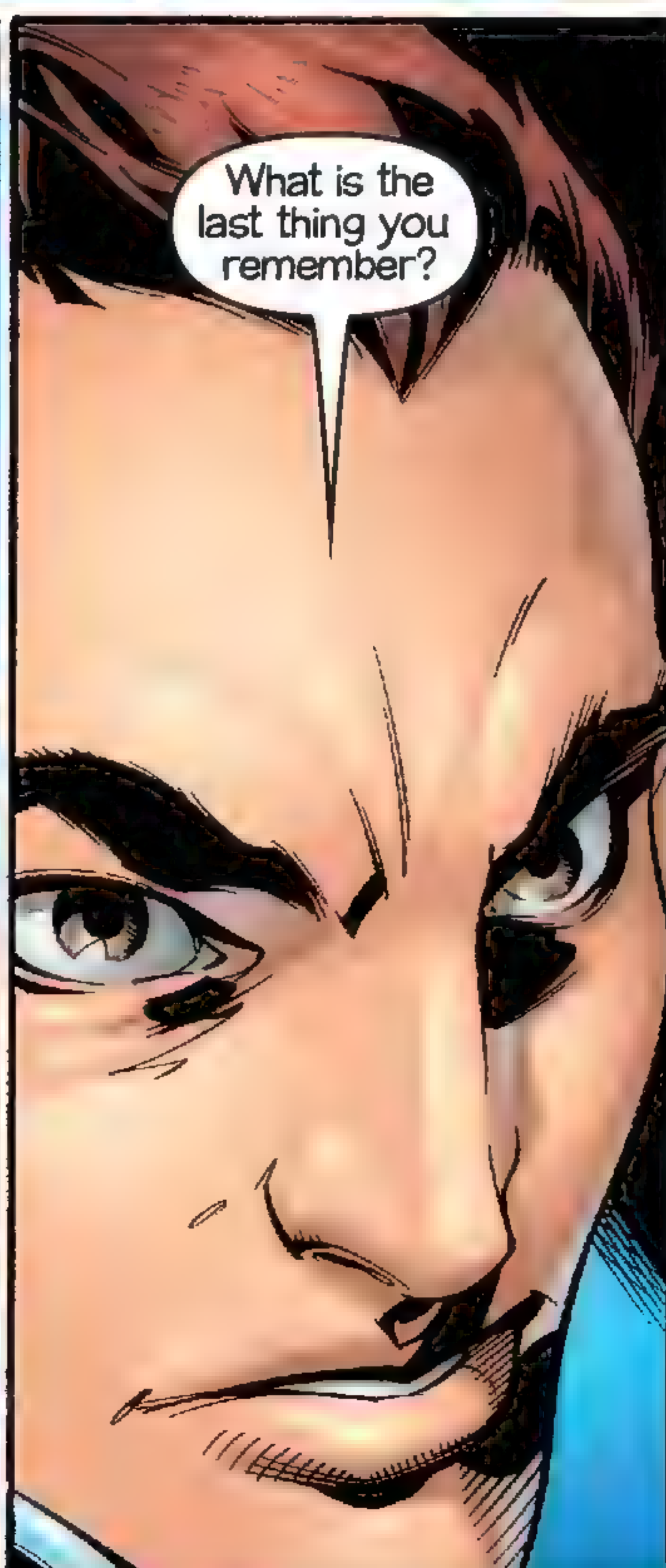
Remem-- I don't know where I am?

Where am I? It's so dark. I can't...  
...so nauseous...

You suffered from severe trauma to your optic nerve.

You're not blind--but you can't take bright lights.

Oh no...



What is the last thing you remember?

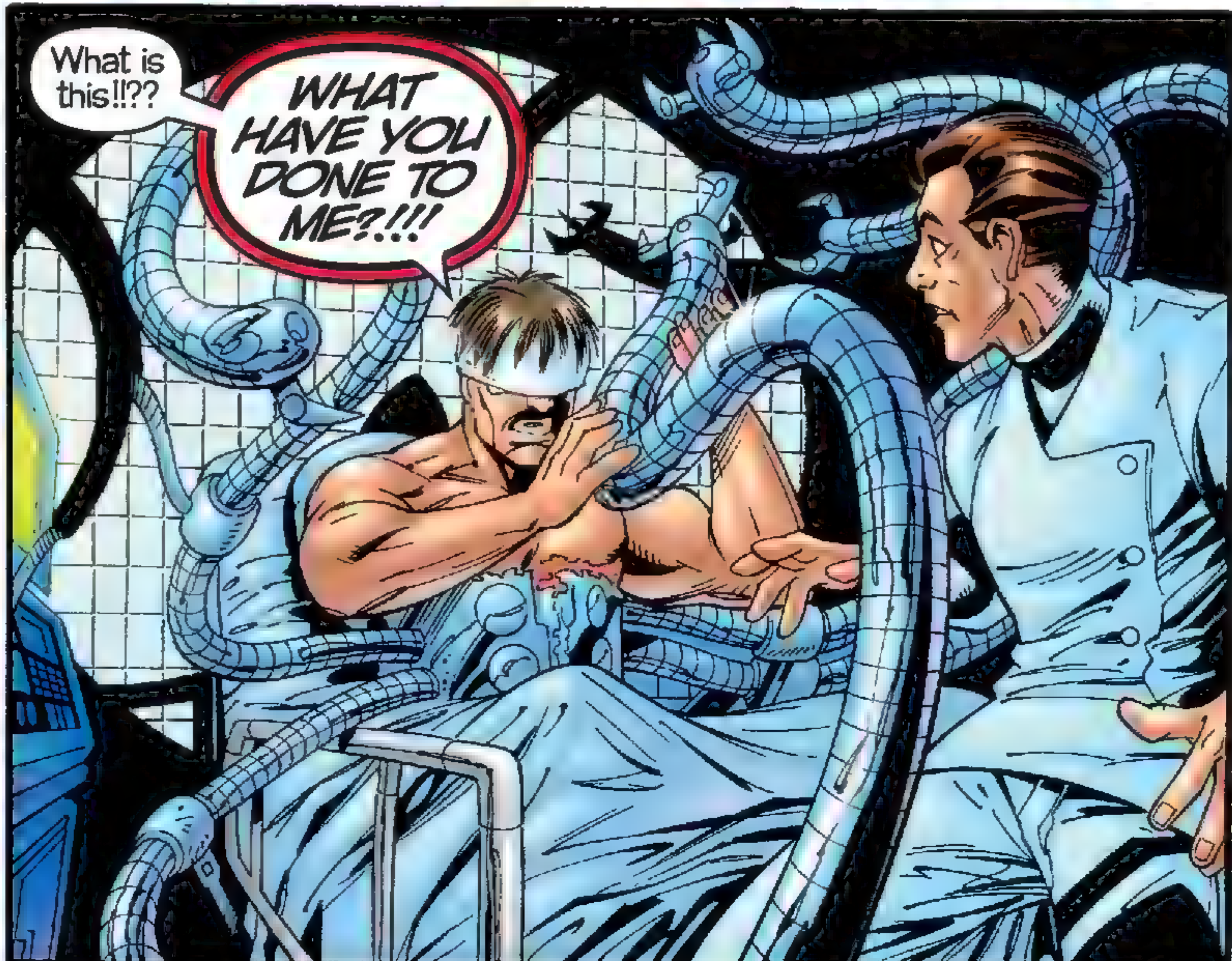
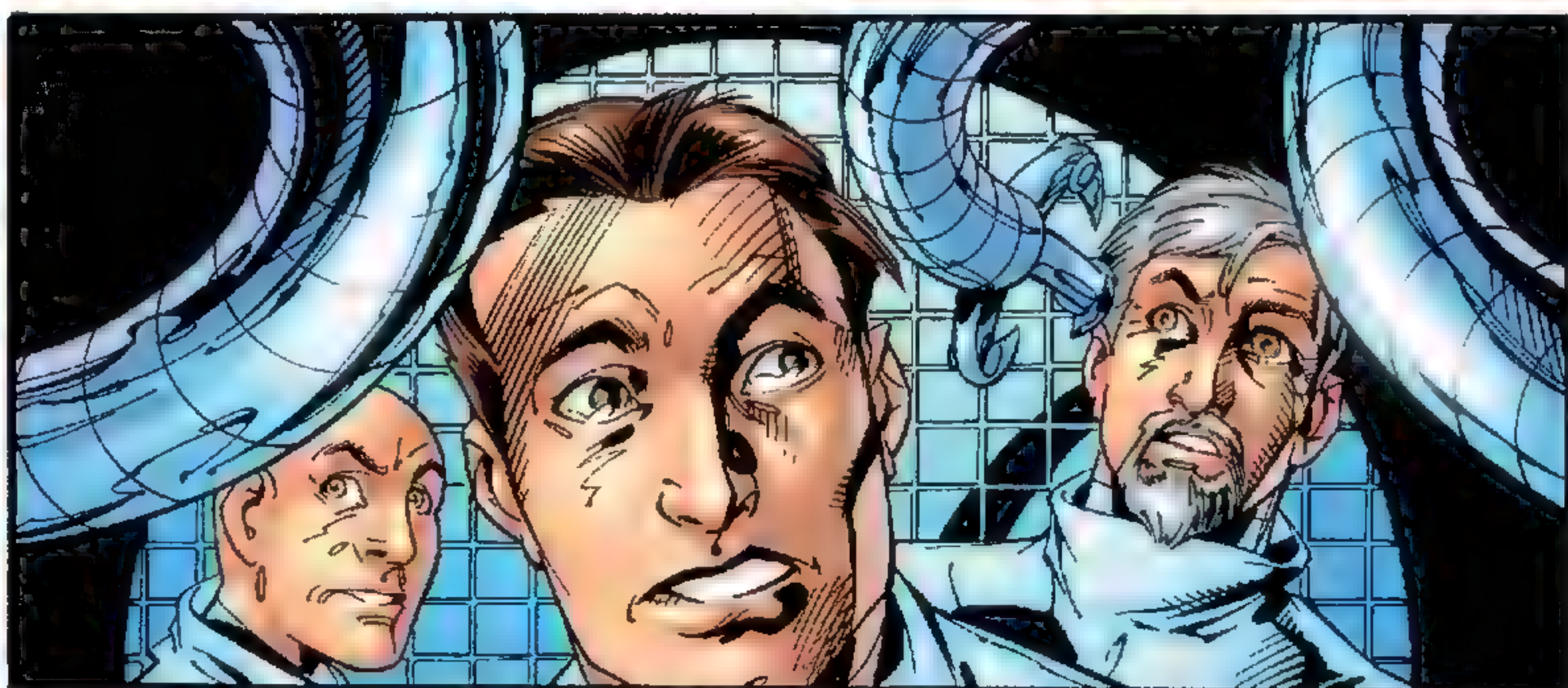
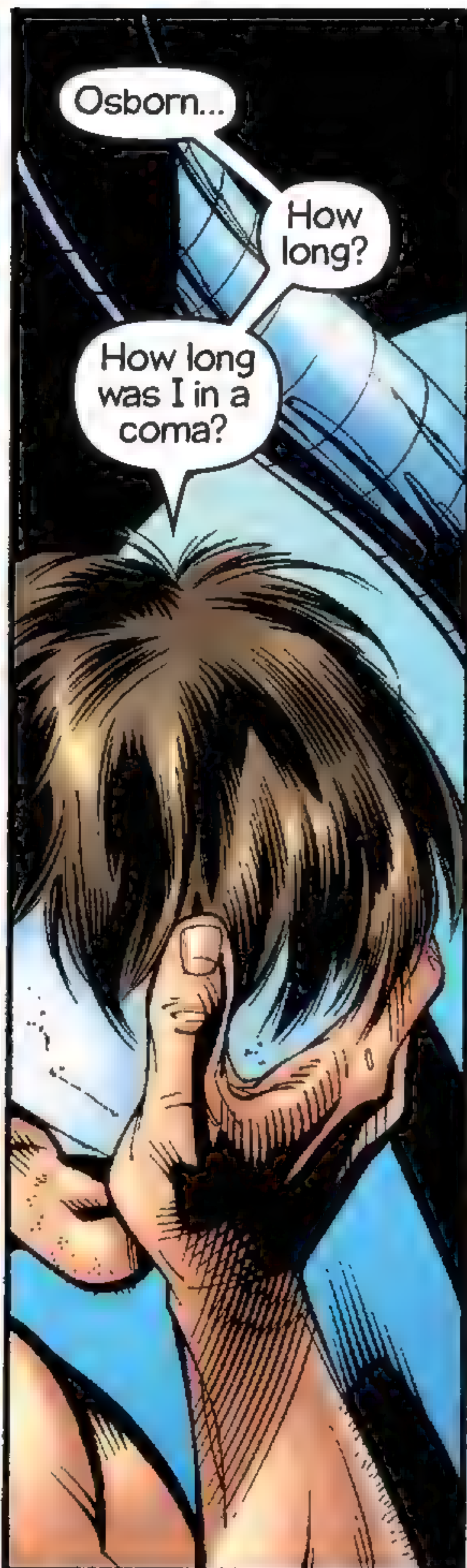


I--oh no. uh--uh...

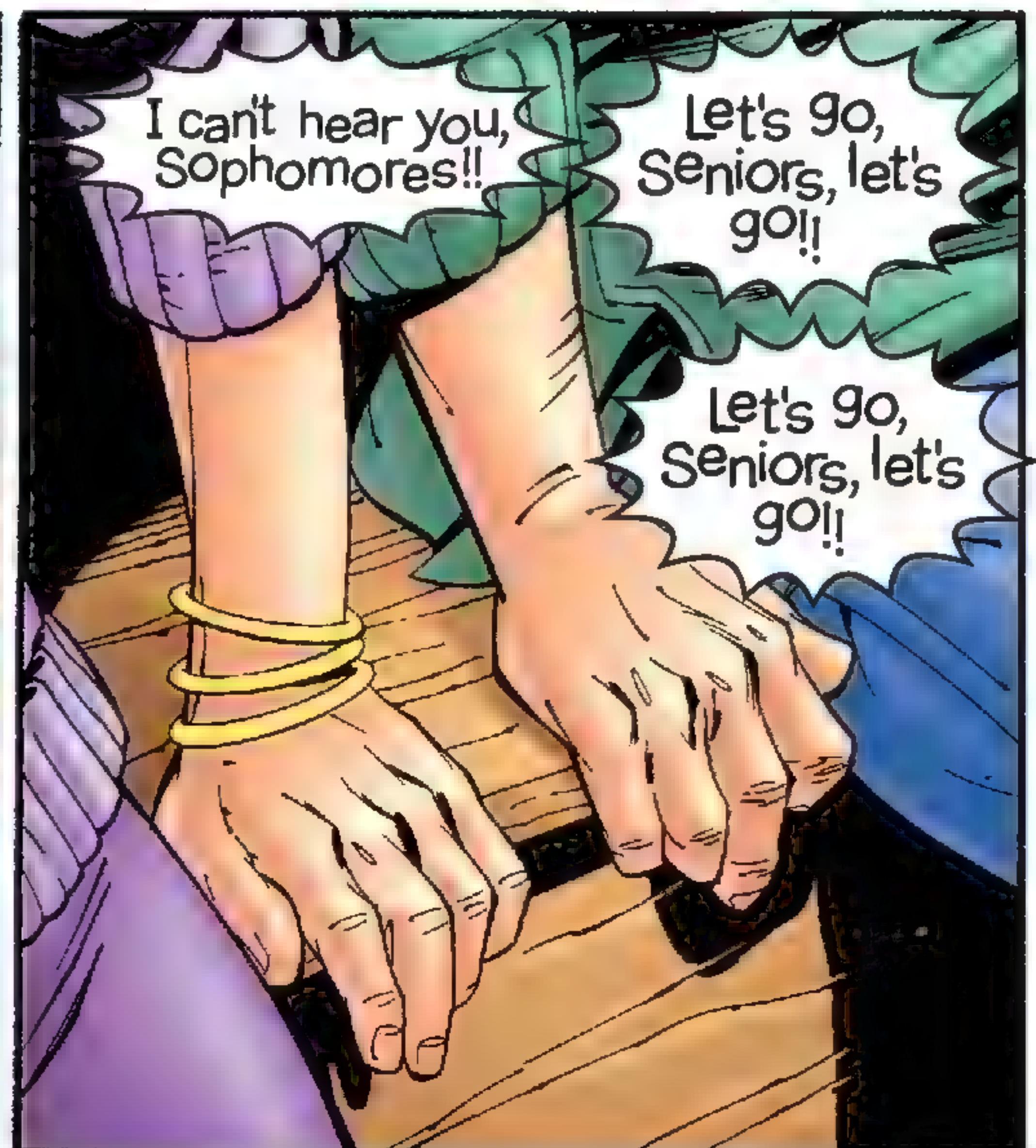
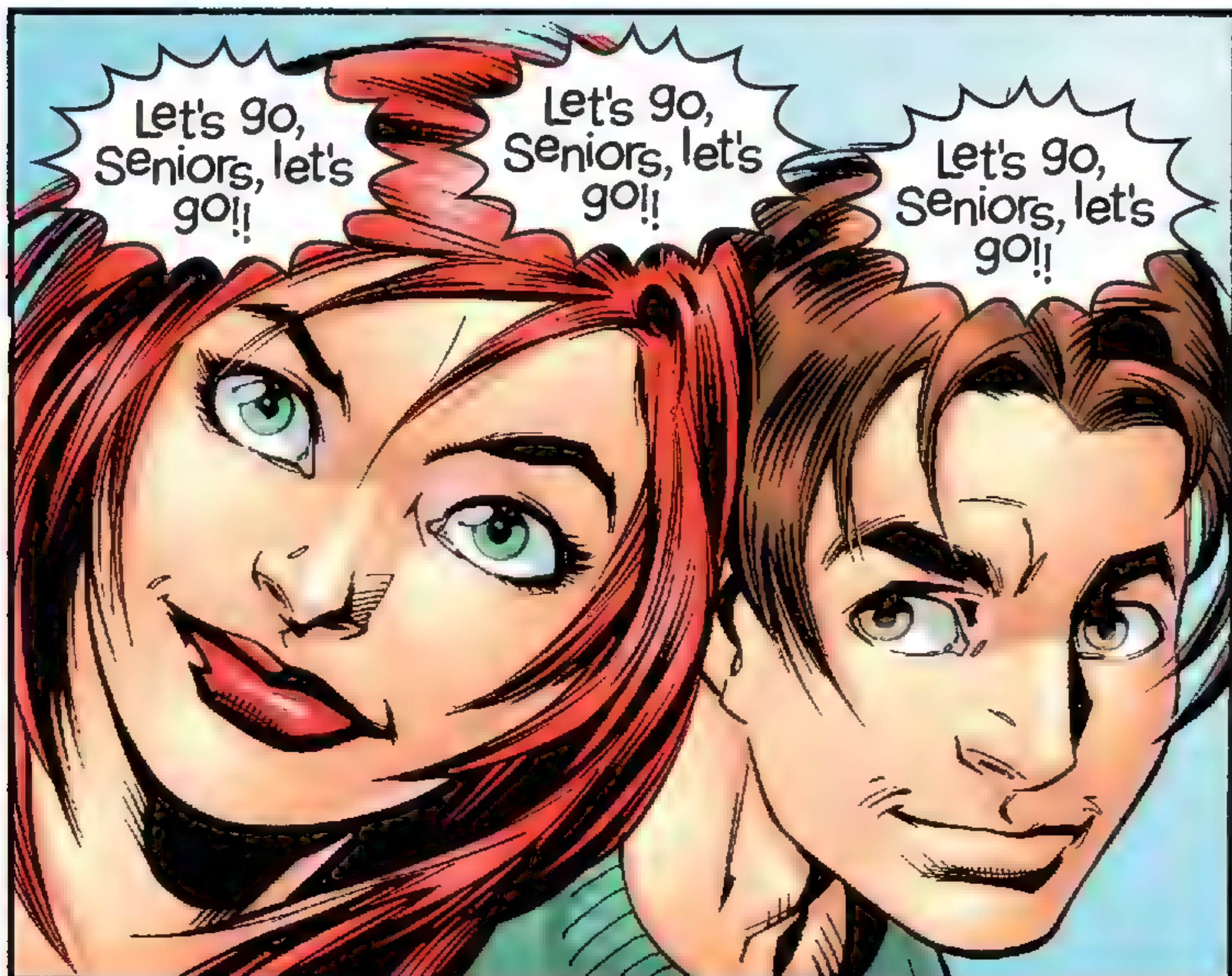
Do you remember what happened?

N-no...

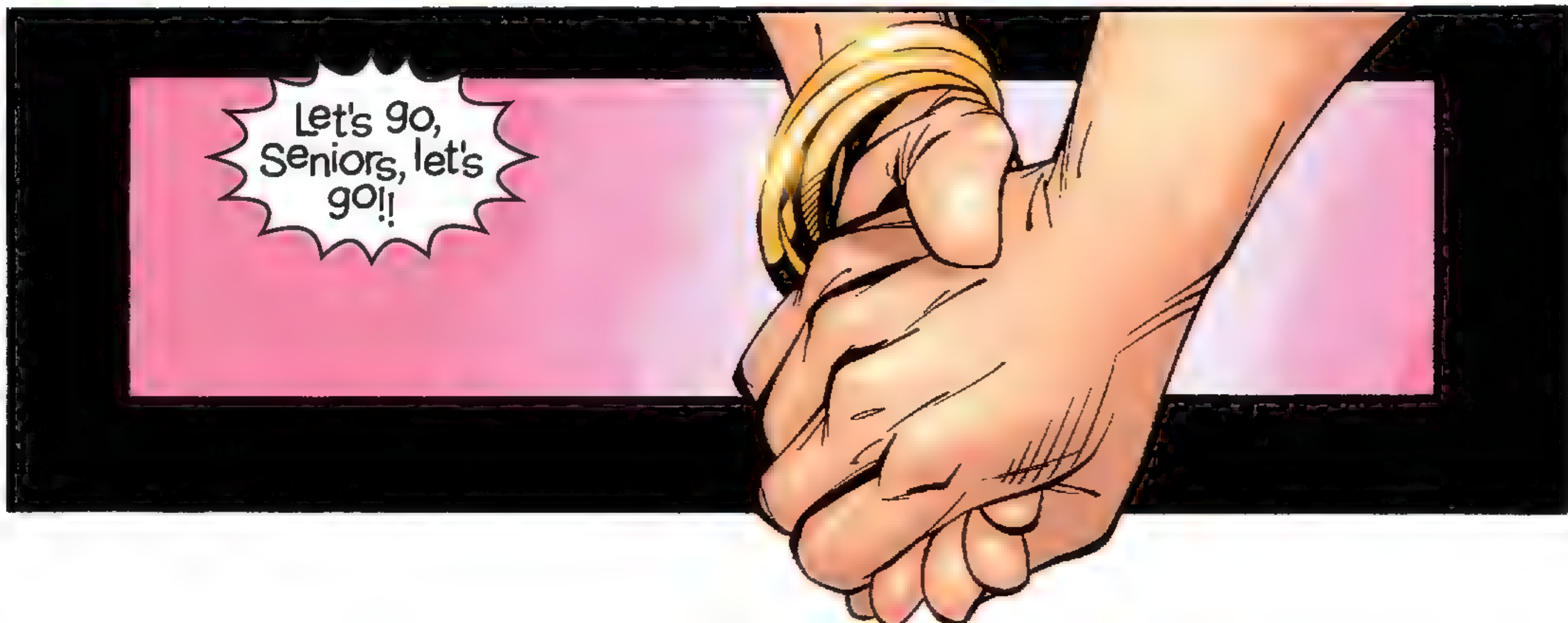
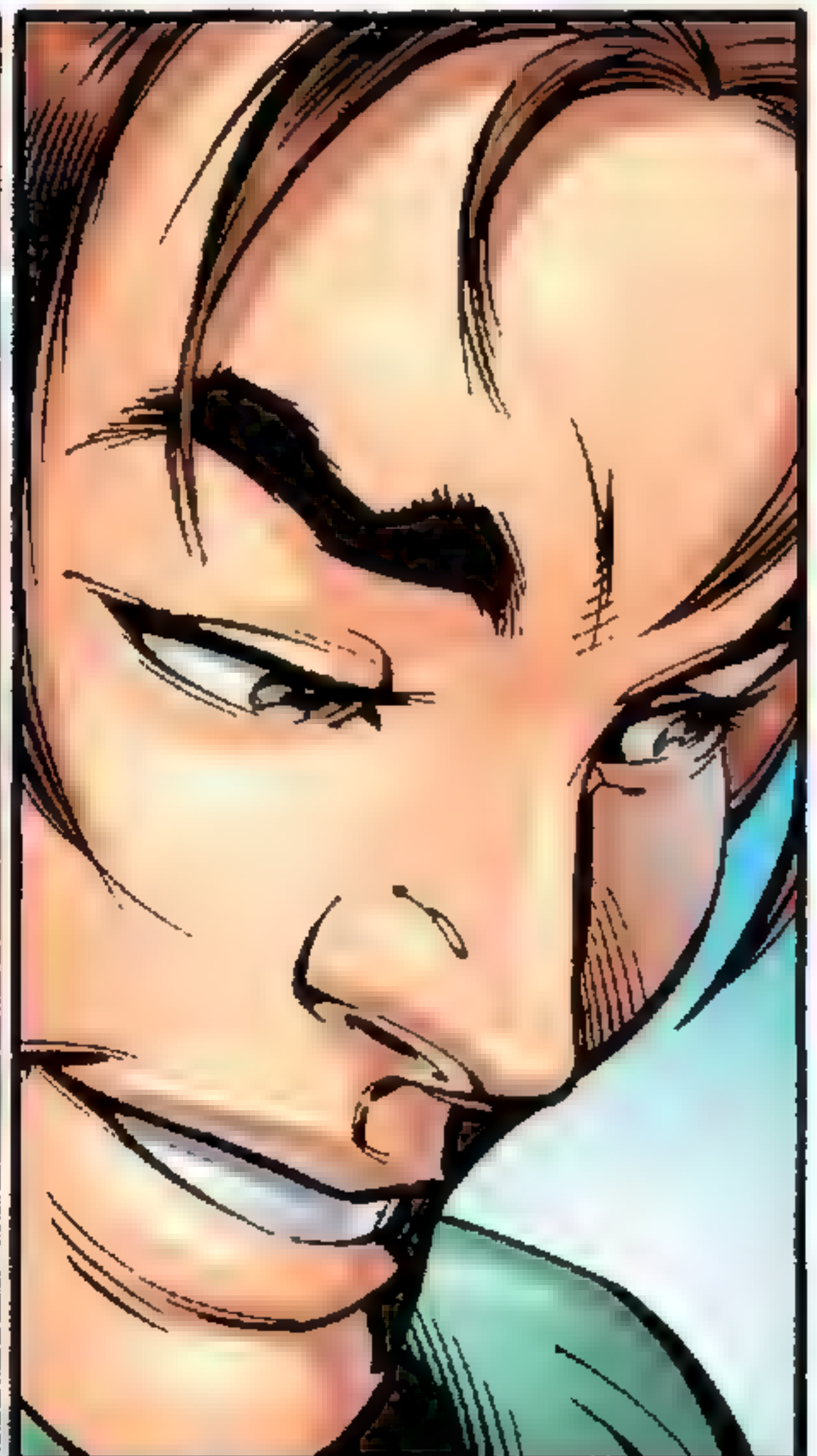
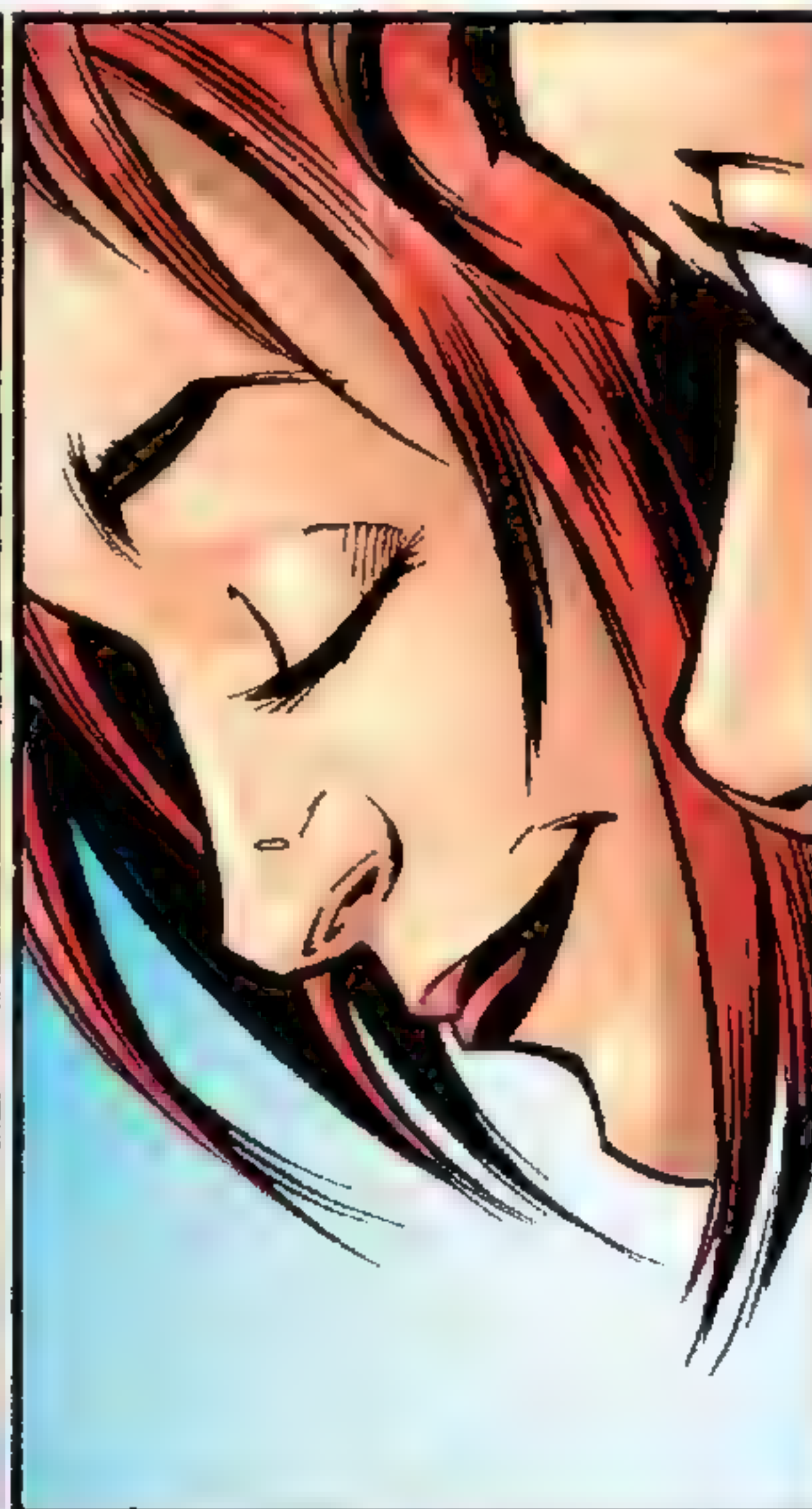
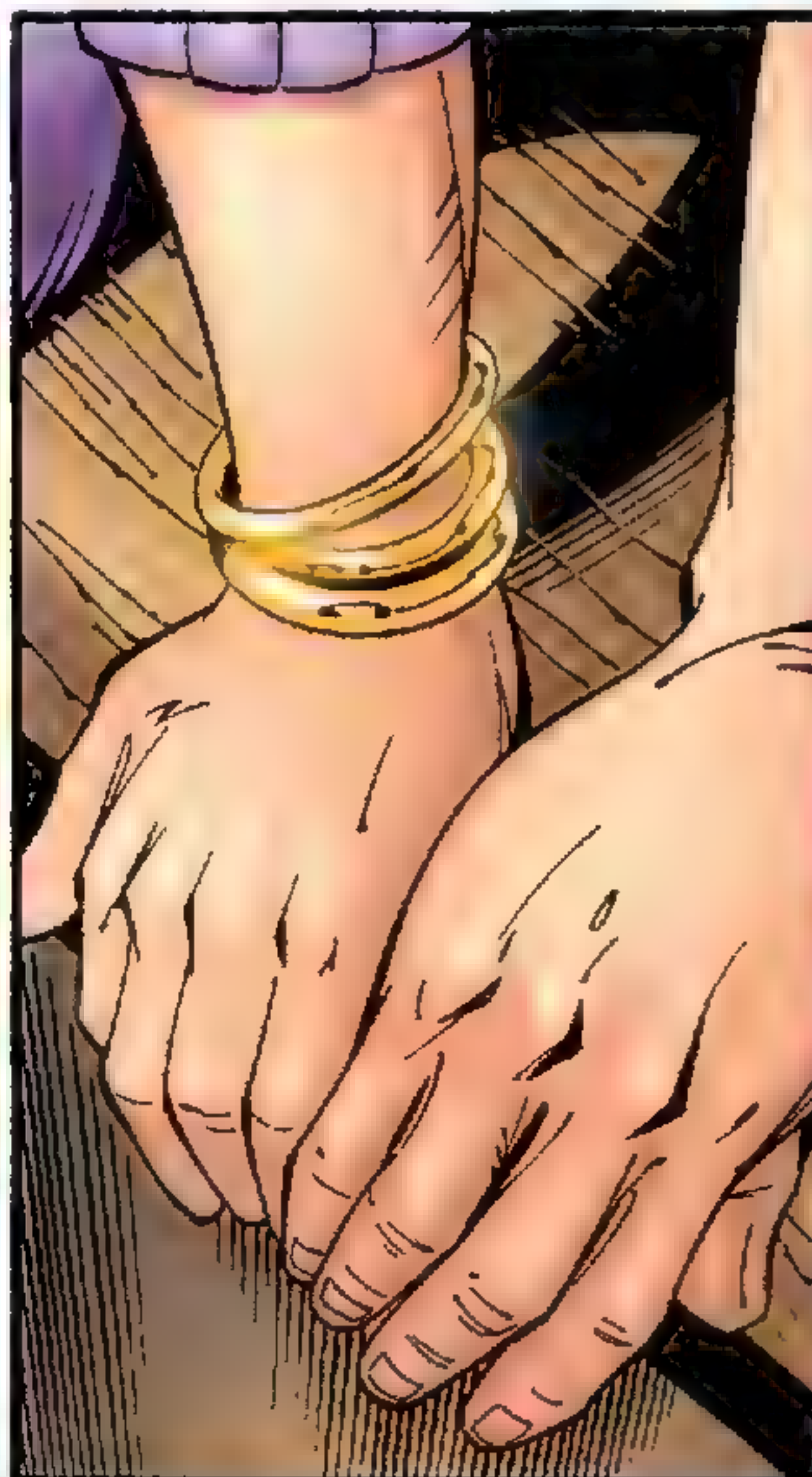
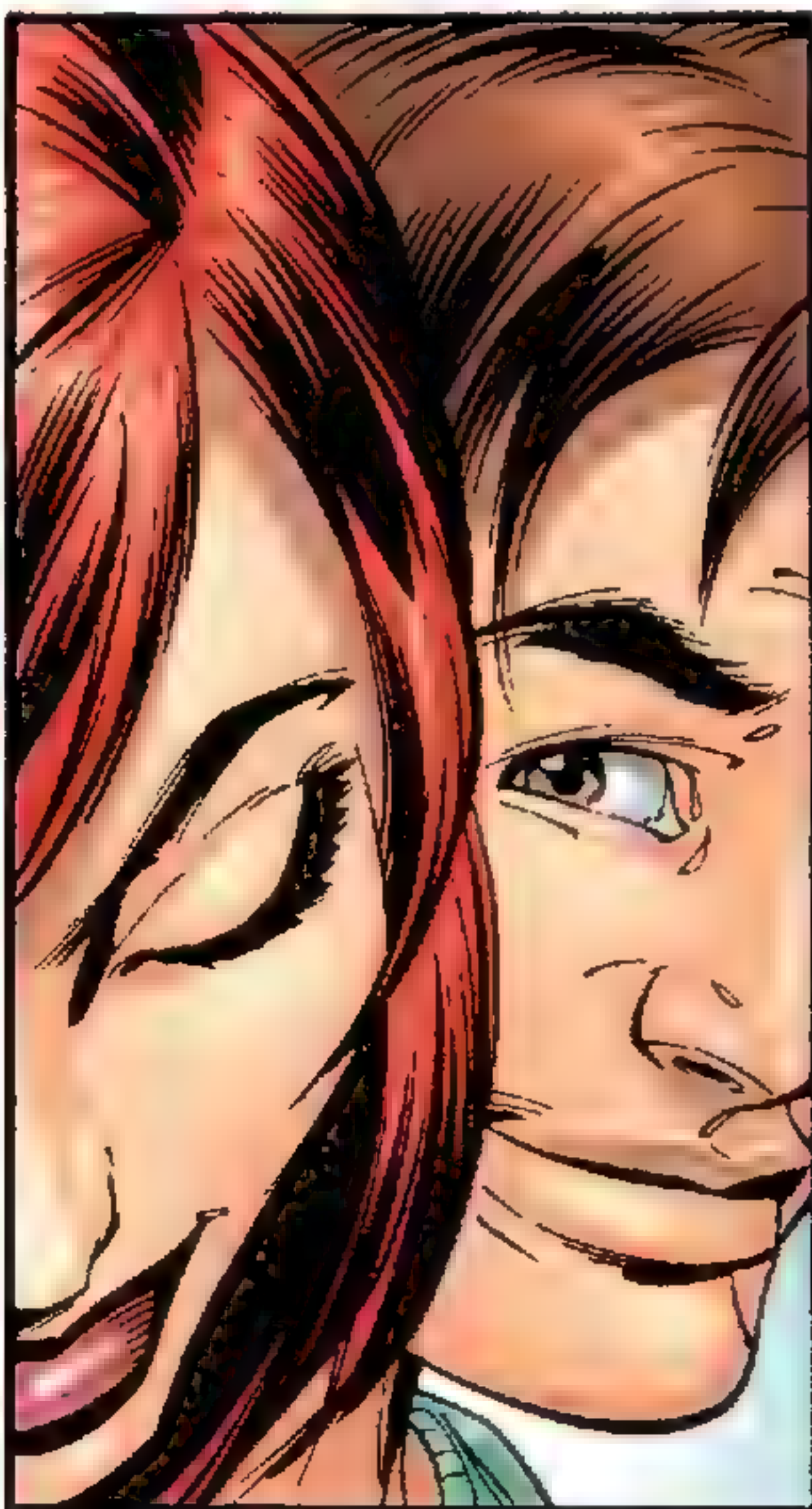
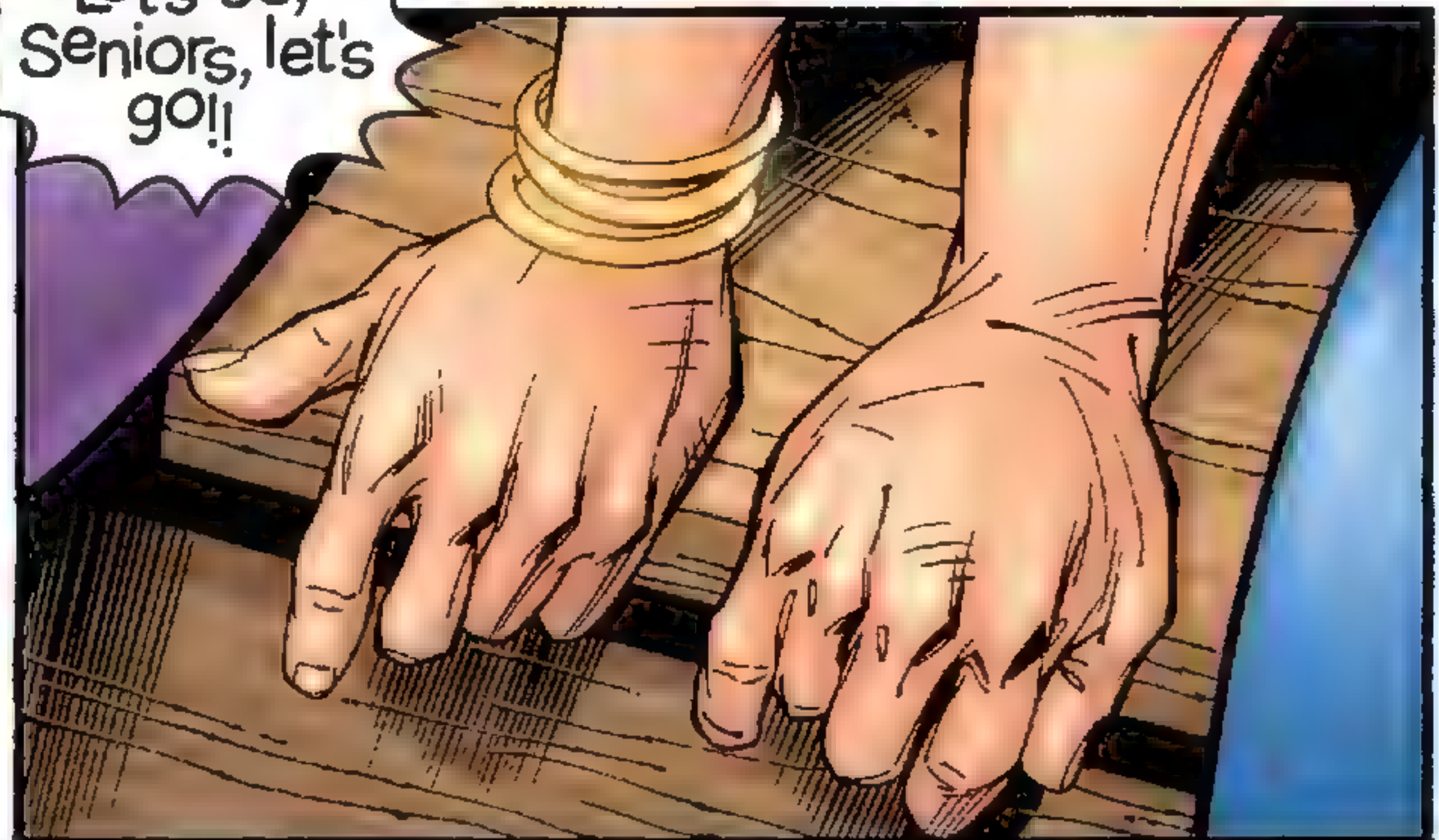
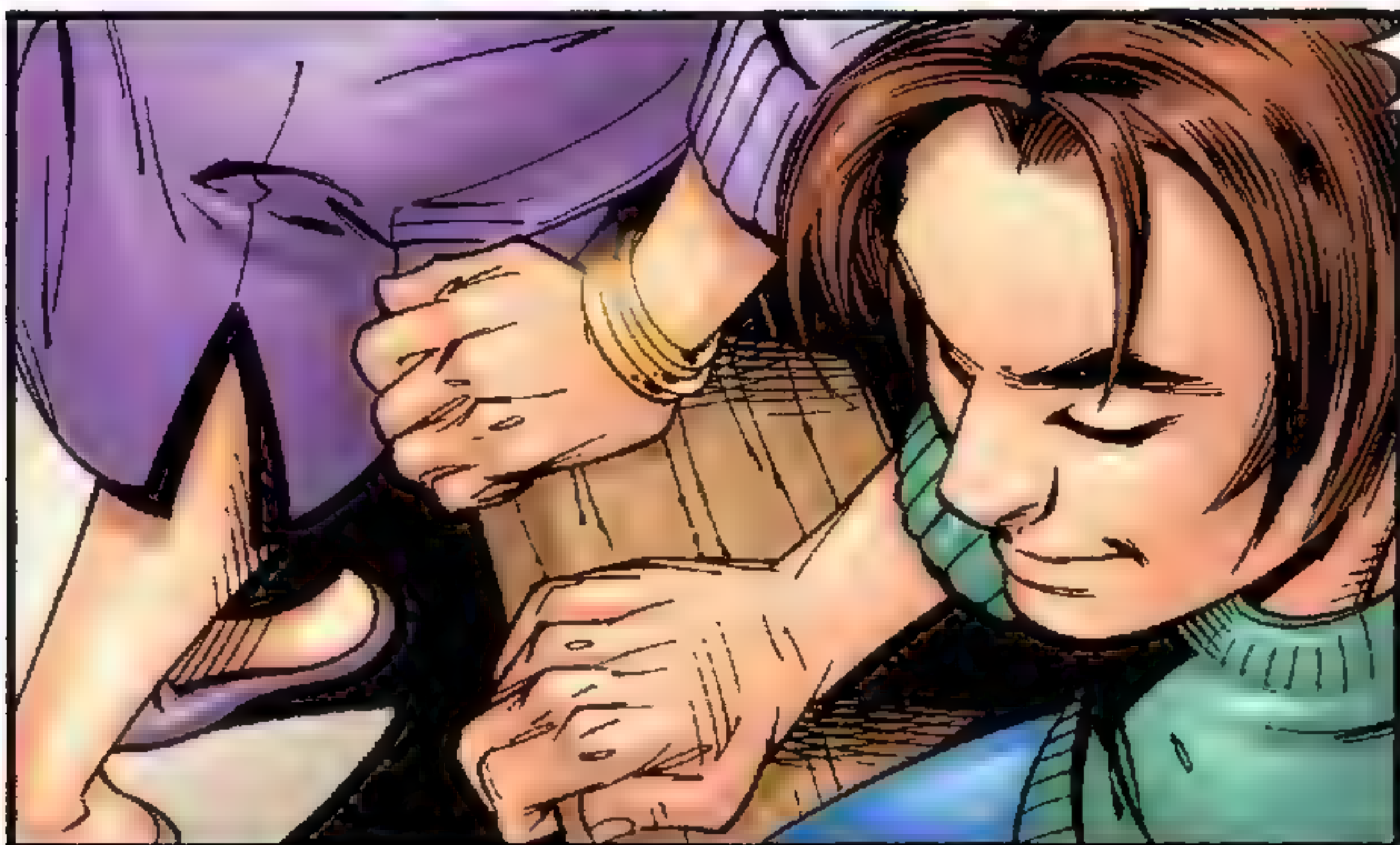




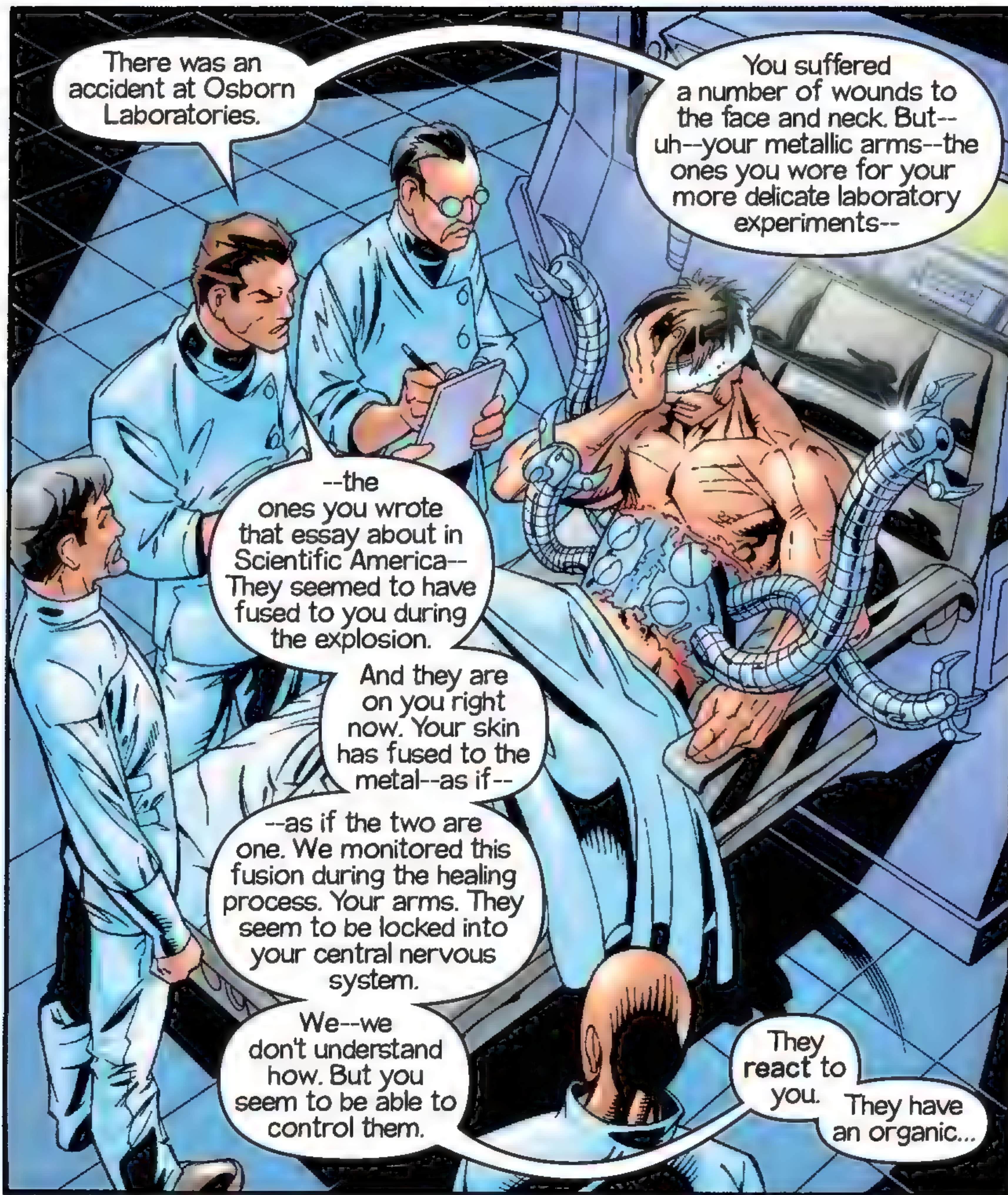












There was an accident at Osborn Laboratories.

You suffered a number of wounds to the face and neck. But--uh--your metallic arms--the ones you wore for your more delicate laboratory experiments--

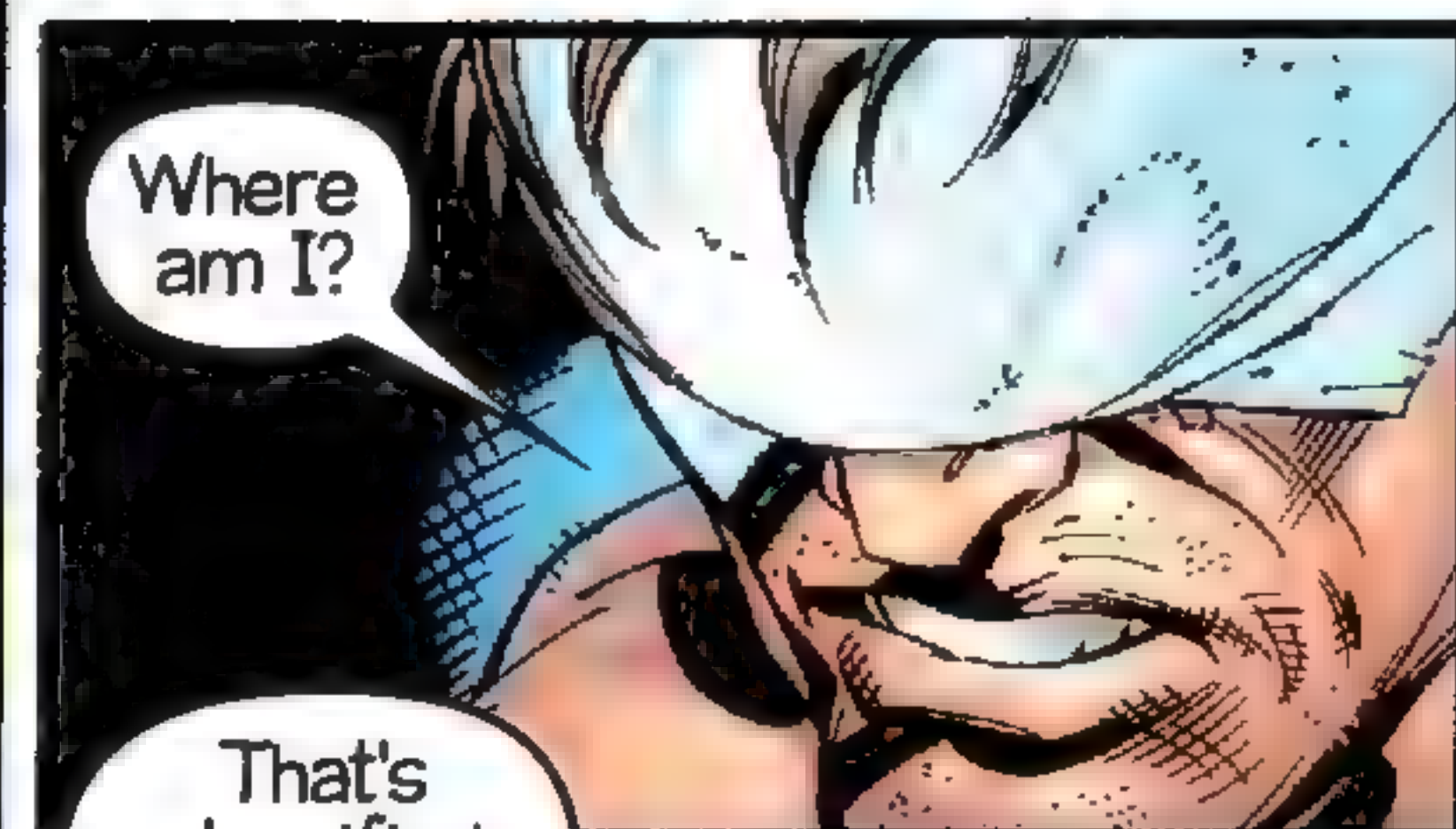
--the ones you wrote that essay about in Scientific America--They seemed to have fused to you during the explosion.

And they are on you right now. Your skin has fused to the metal--as if--

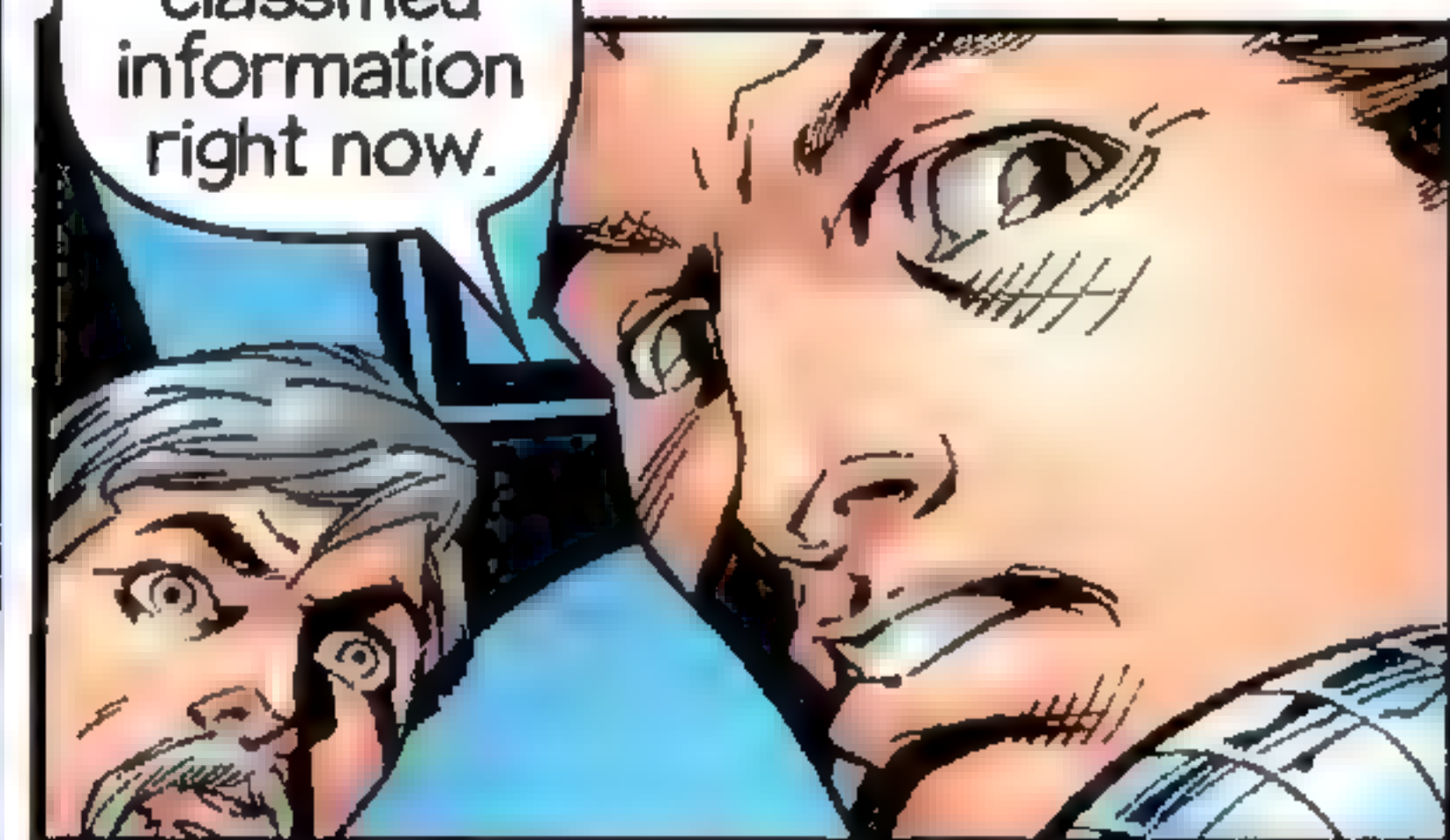
--as if the two are one. We monitored this fusion during the healing process. Your arms. They seem to be locked into your central nervous system.

We--we don't understand how. But you seem to be able to control them.

They react to you. They have an organic...



Where am I?



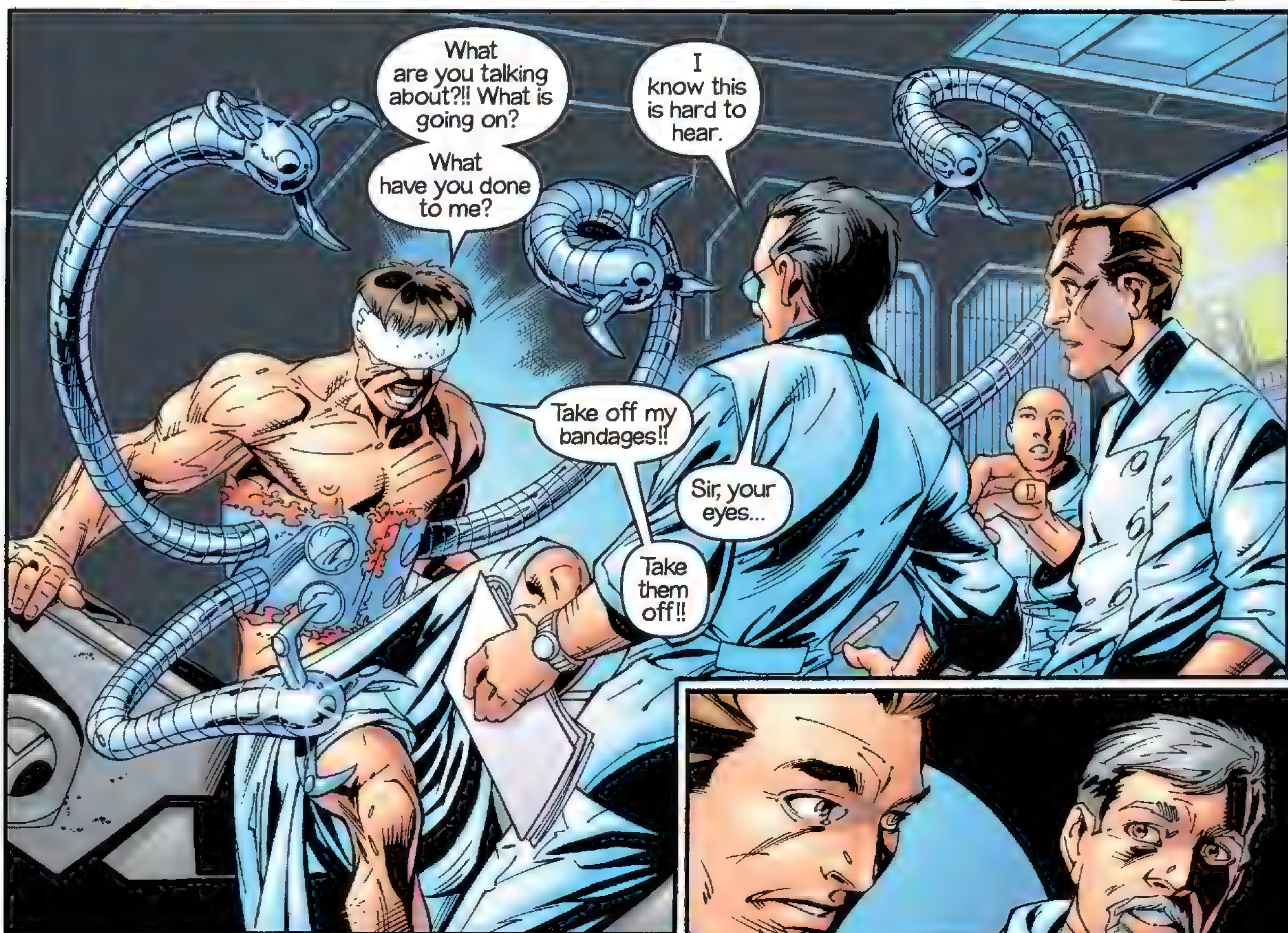
That's classified information right now.



What?

I'm sorry, I'm not authorized to give you that information.

We're waiting for...



What are you talking about?! What is going on?

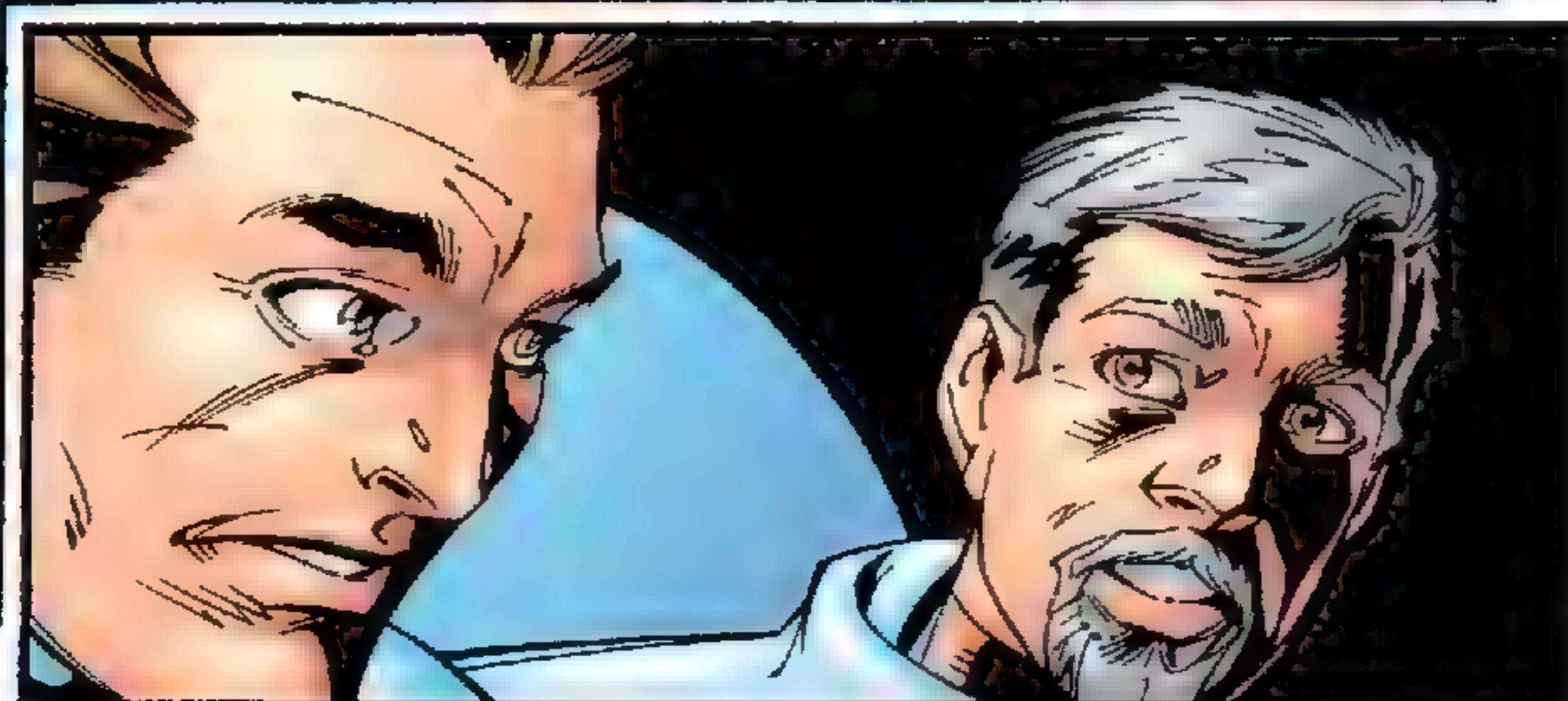
What have you done to me?

I know this is hard to hear.

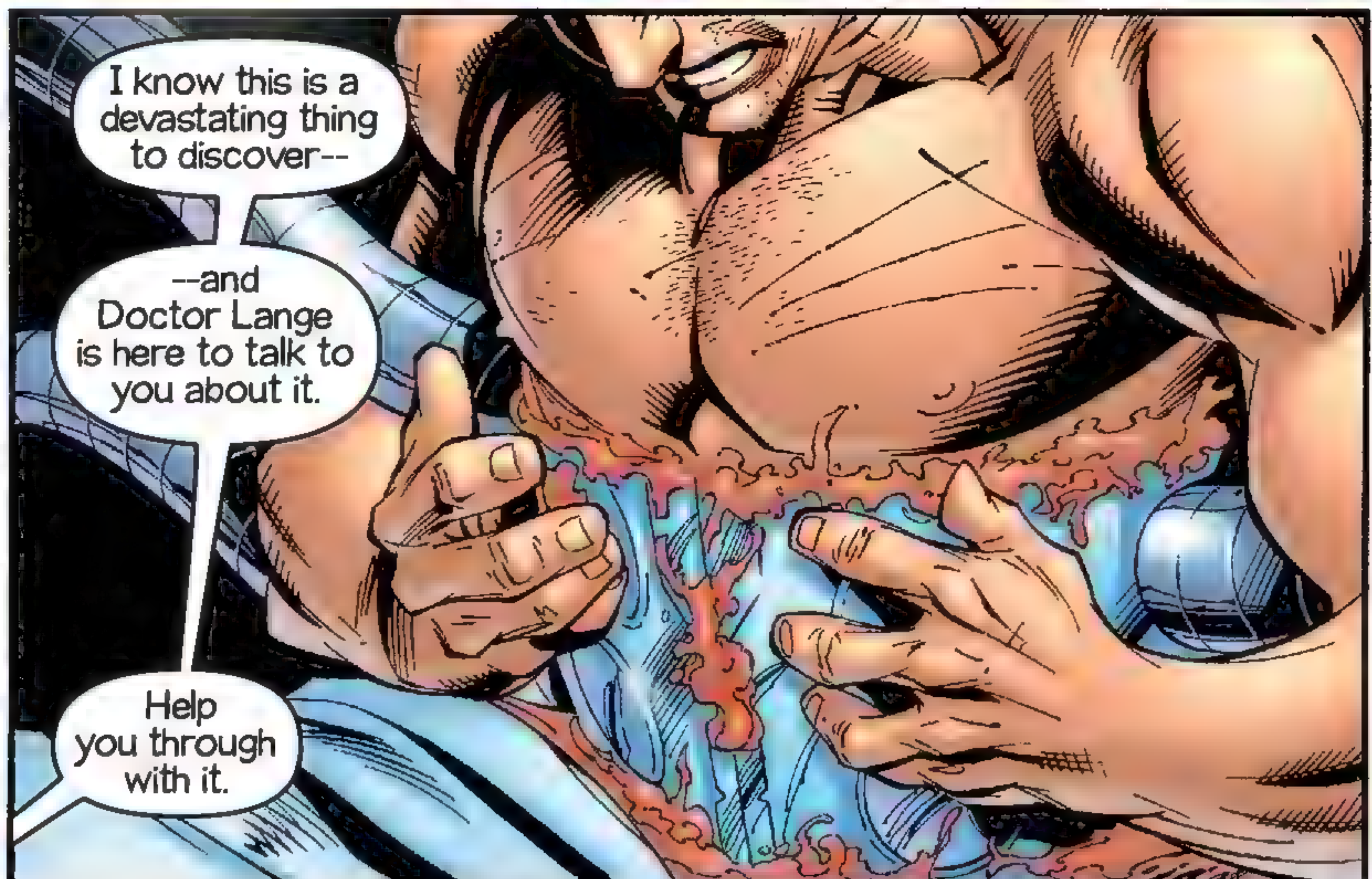
Take off my bandages!!

Sir, your eyes...

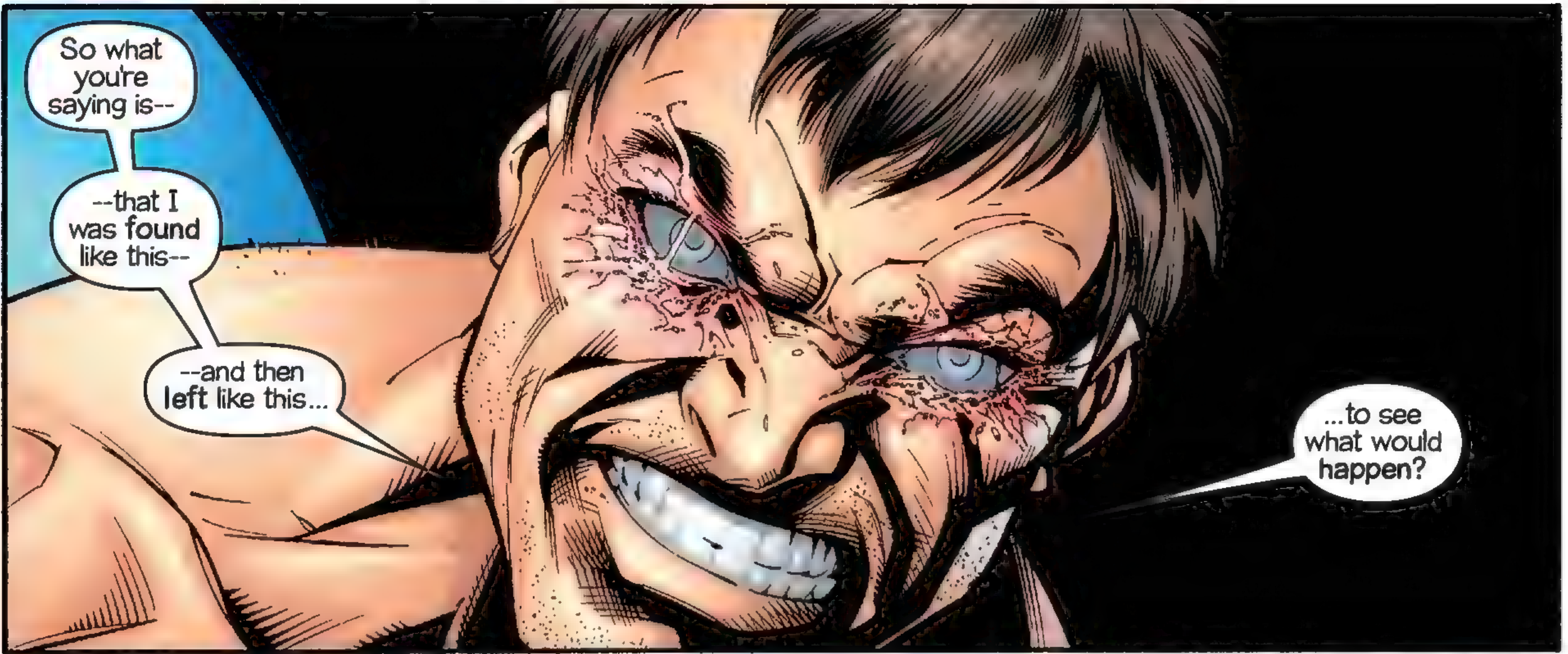
Take them off!!









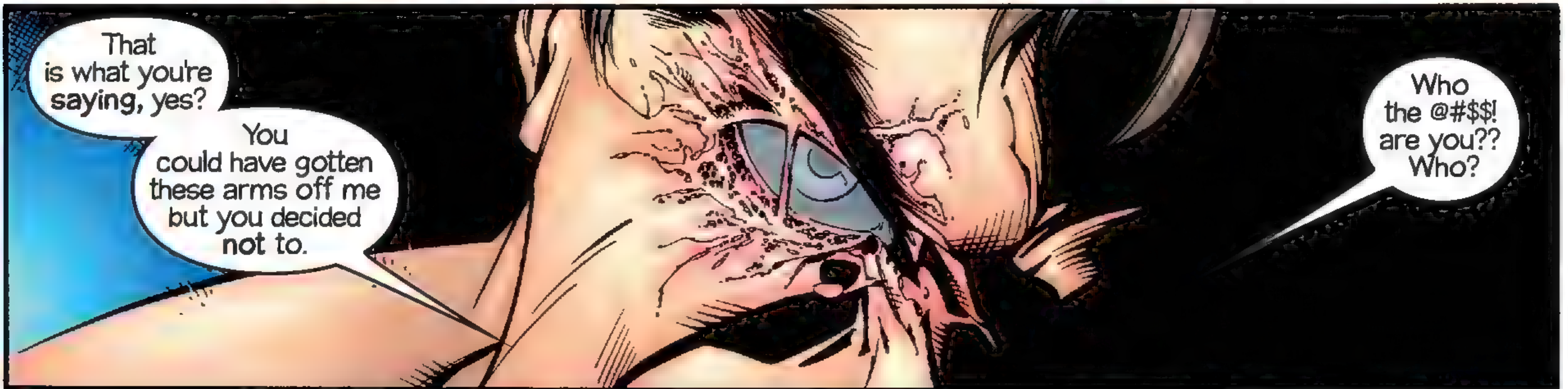
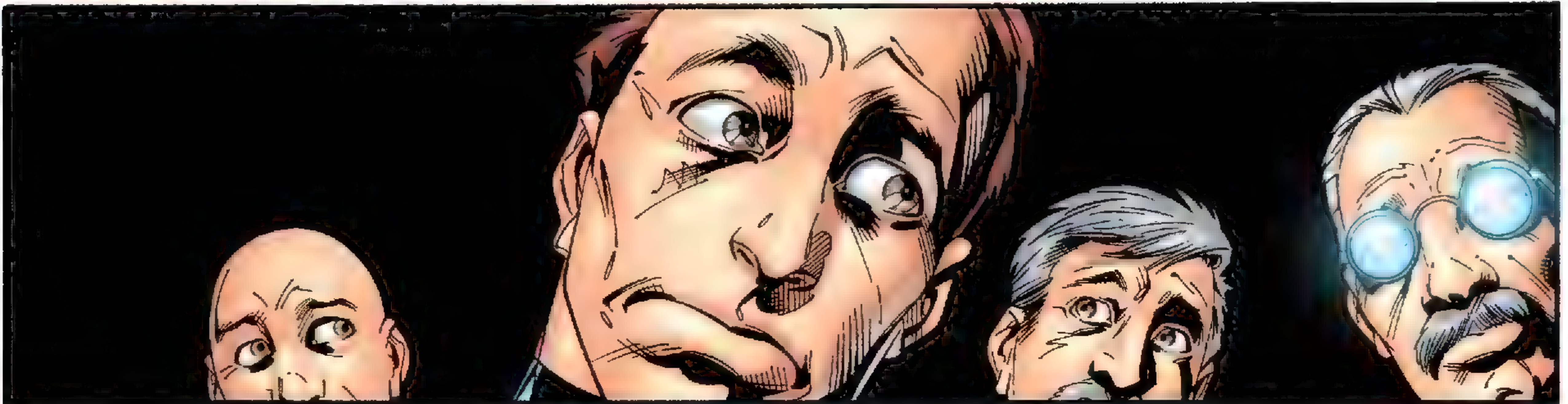


So what  
you're  
saying is--

--that I  
was found  
like this--

--and then  
left like this...

...to see  
what would  
happen?



That  
is what you're  
saying, yes?

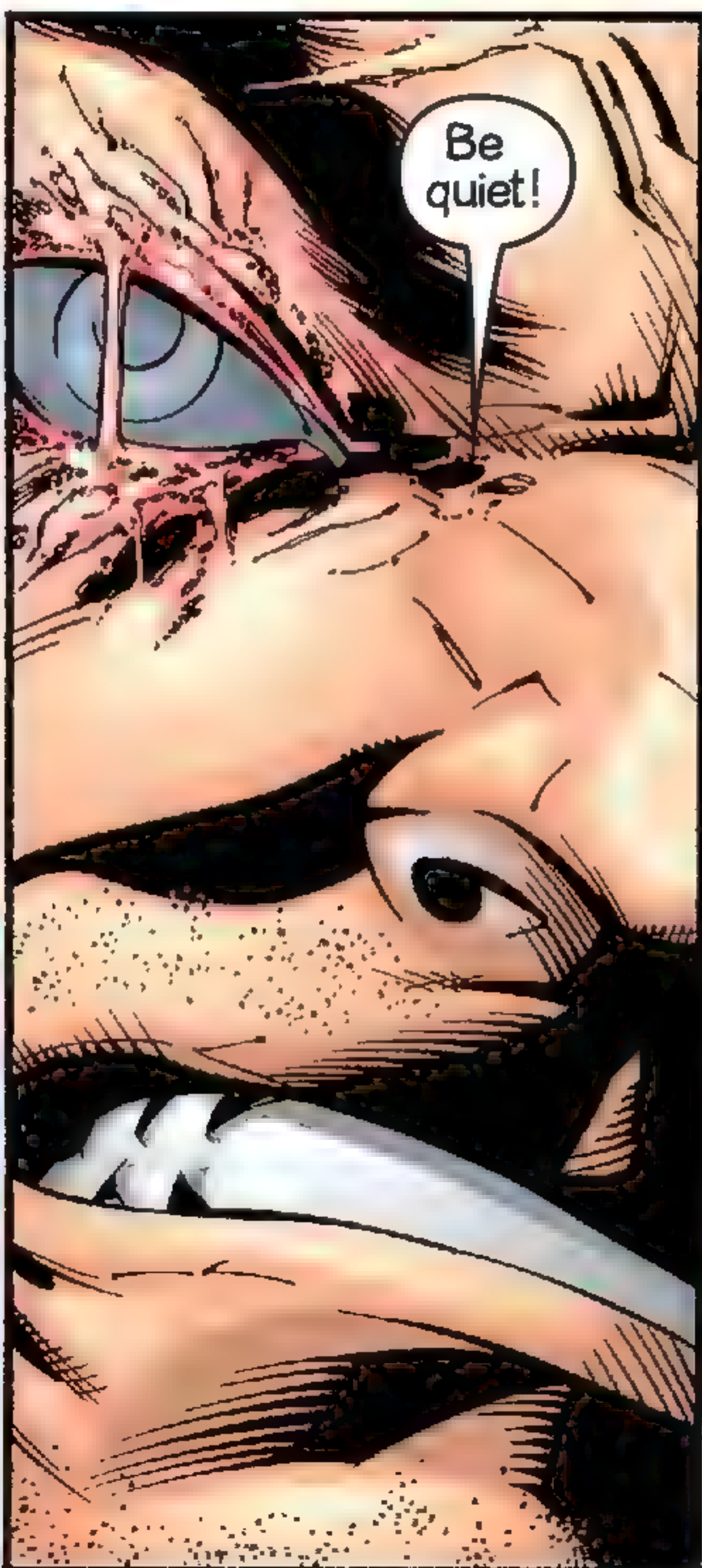
You  
could have gotten  
these arms off me  
but you decided  
not to.

Who  
the @#\$\$!  
are you??  
Who?

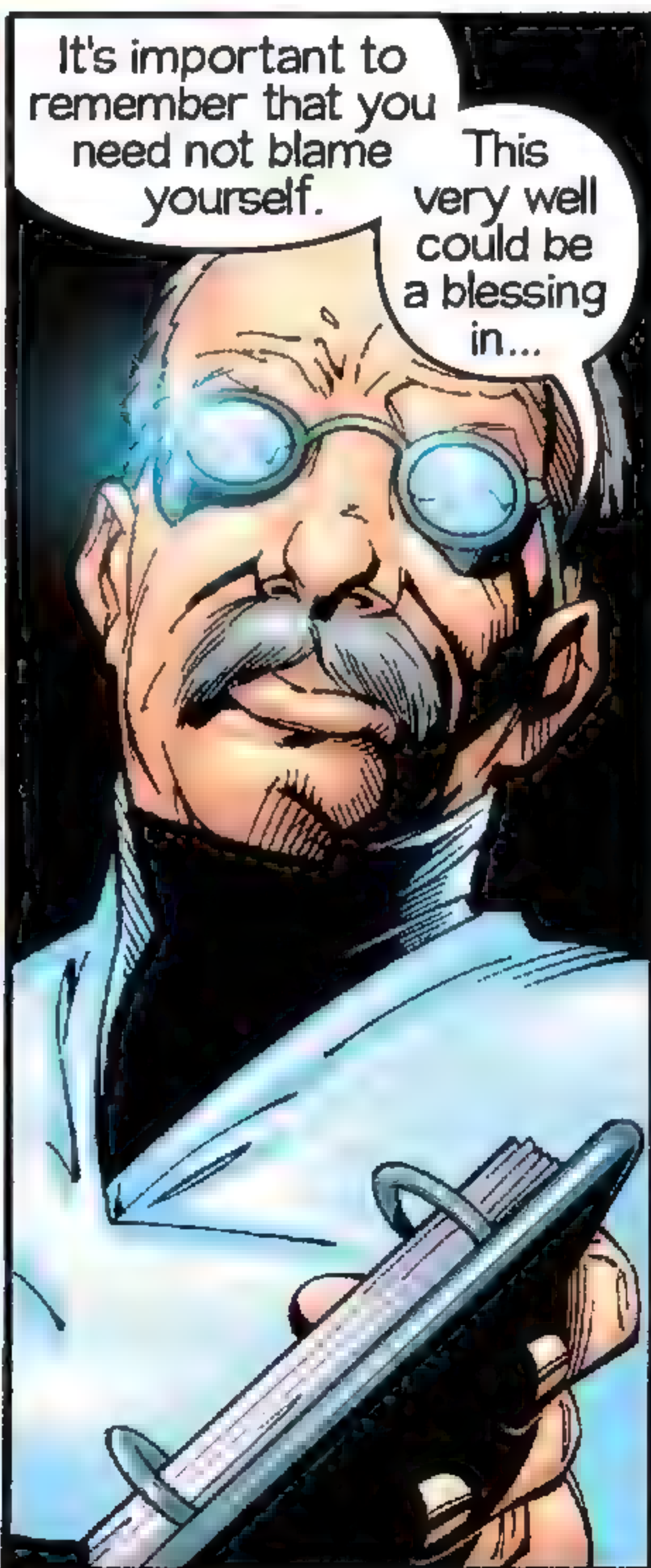


We're not allowed to say--  
but this is a government  
agency. You're in the hands  
of the United States  
Government.

Anger is a normal  
reaction, Otto. You  
shouldn't feel ashamed  
of that emotion.

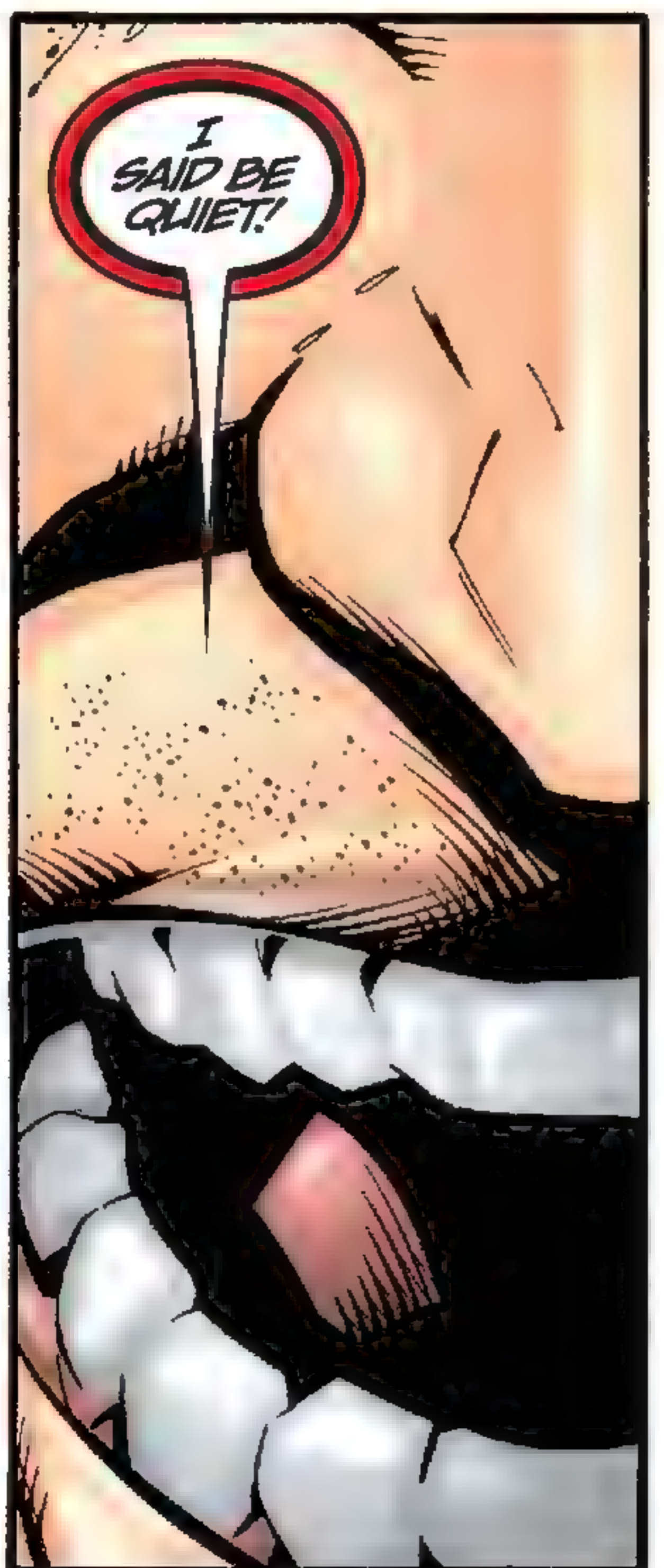


Be  
quiet!



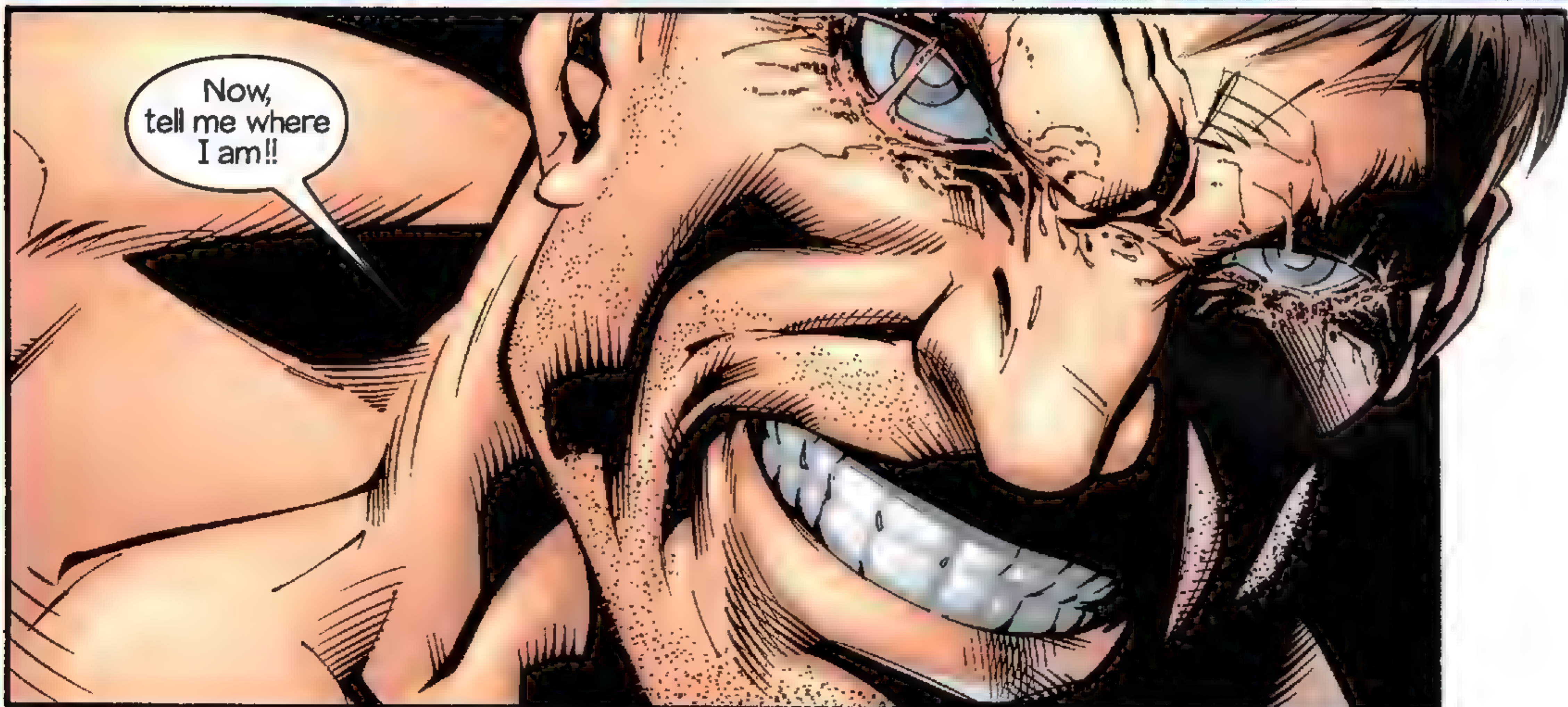
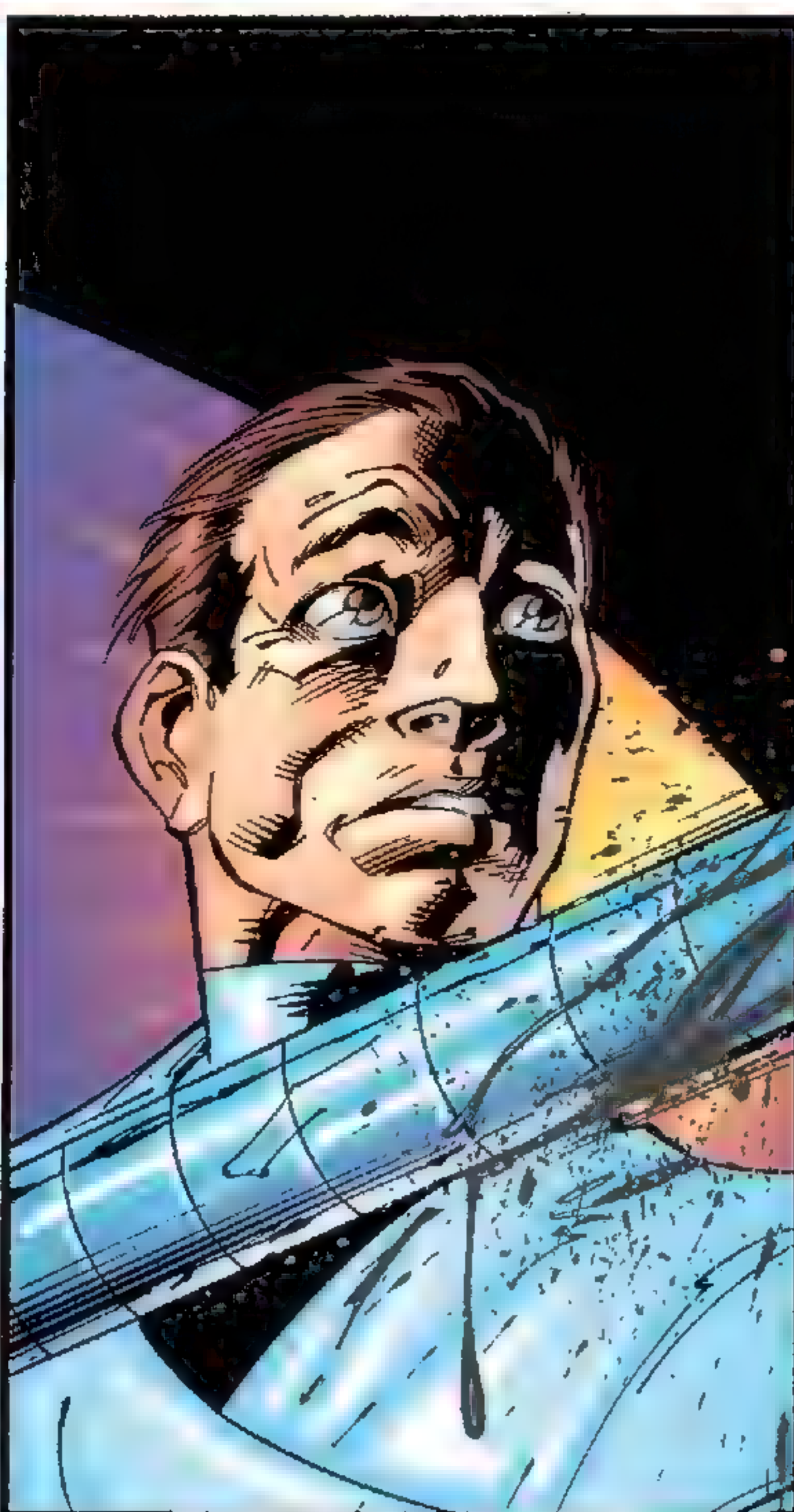
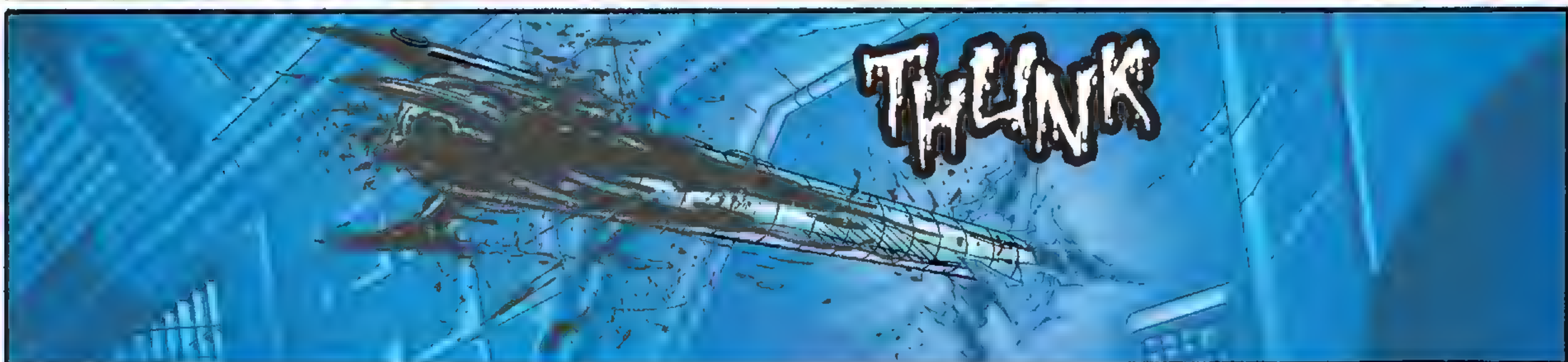
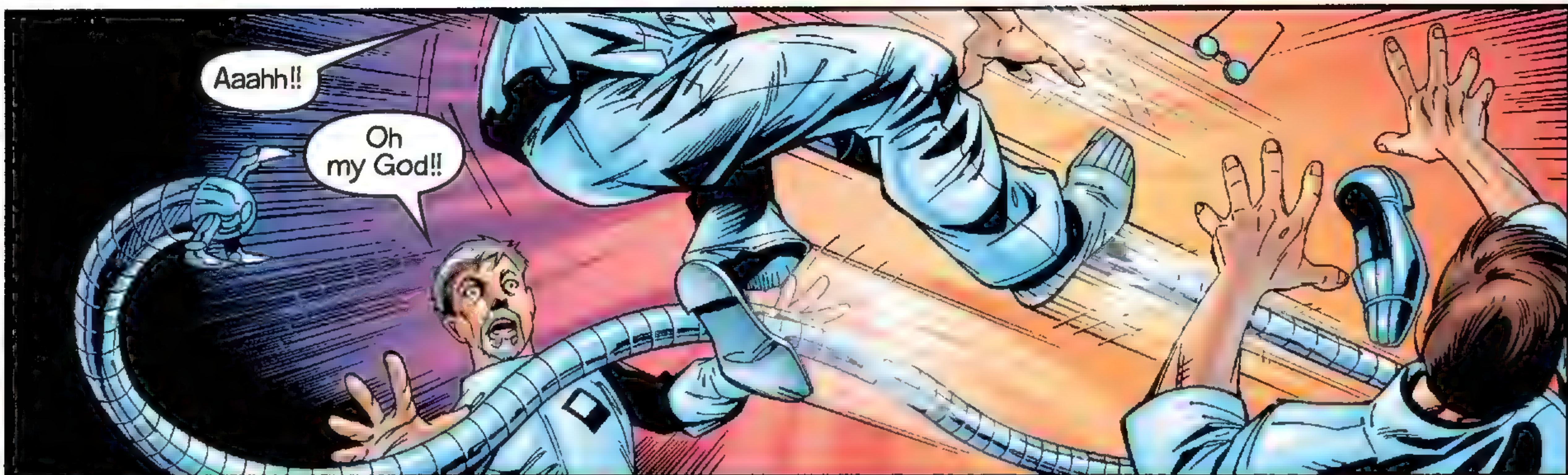
It's important to  
remember that you  
need not blame  
yourself.

This  
very well  
could be  
a blessing  
in...



**I  
SAID BE  
QUIET!**

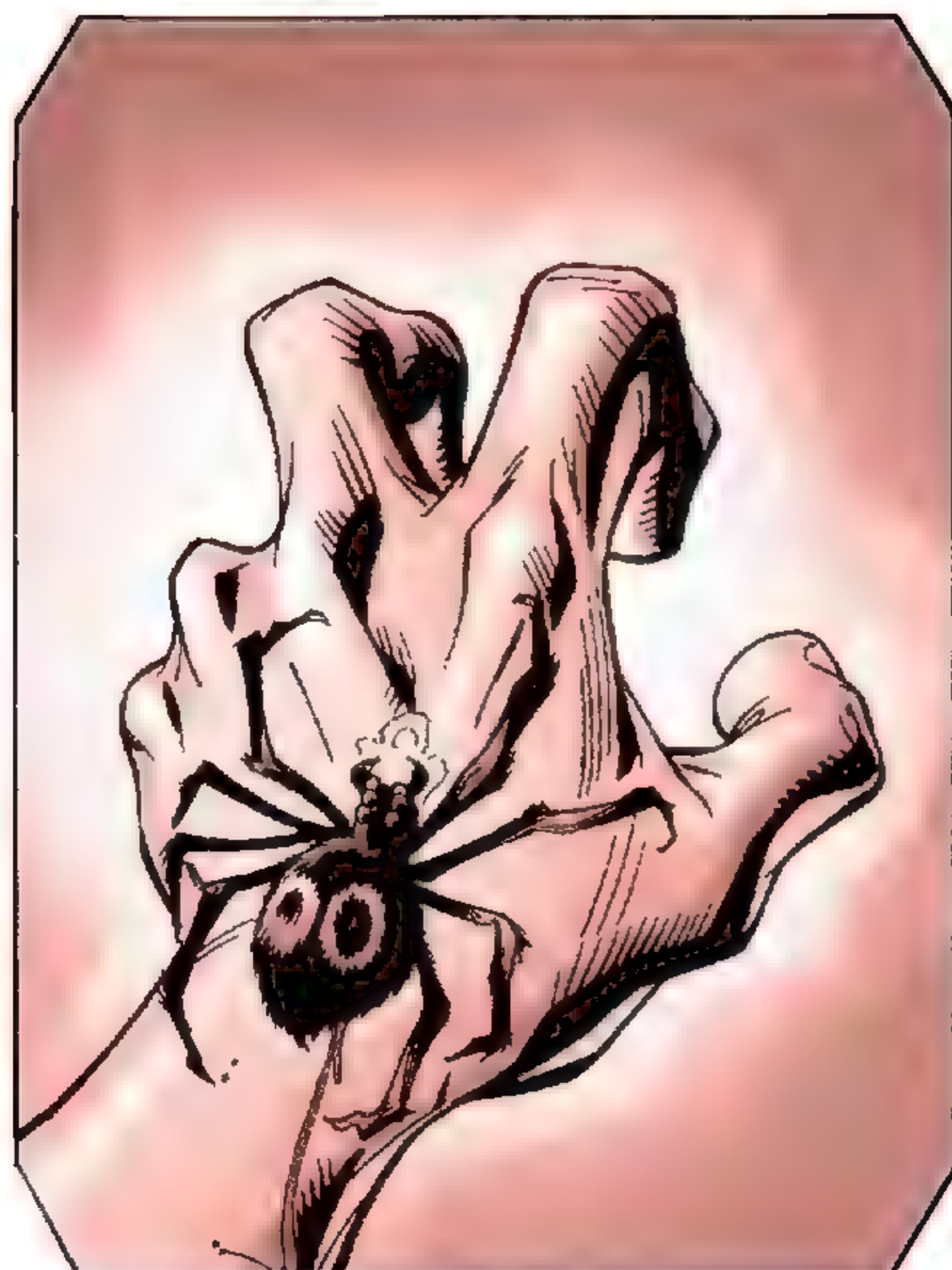
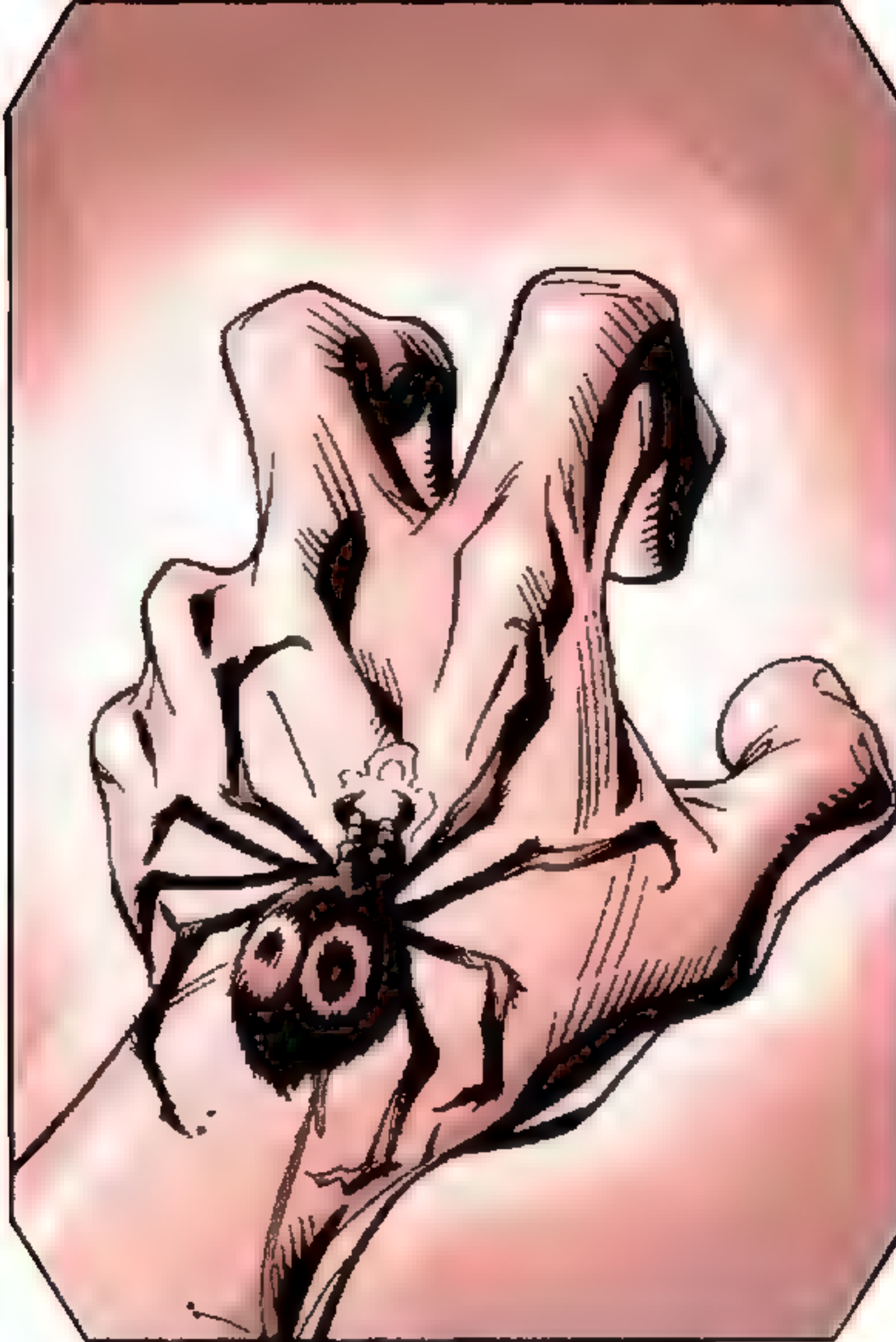














Whoa...





ULTIMATE

SPIDER-MAN

ISSUE  
**15**  
CONFRONTATIONS

BENDIS  
BAGLEY  
THIBERT

MARVEL





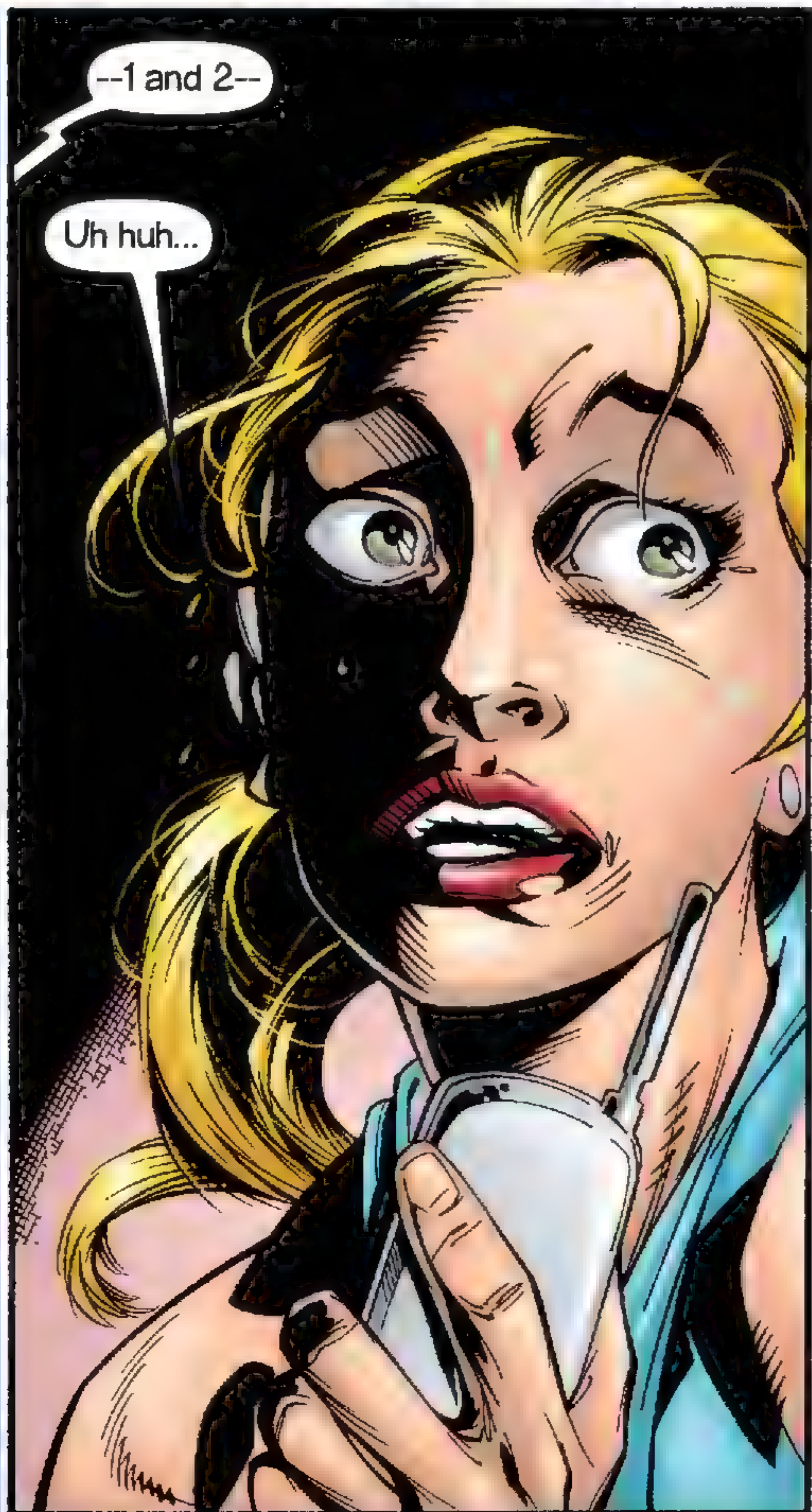


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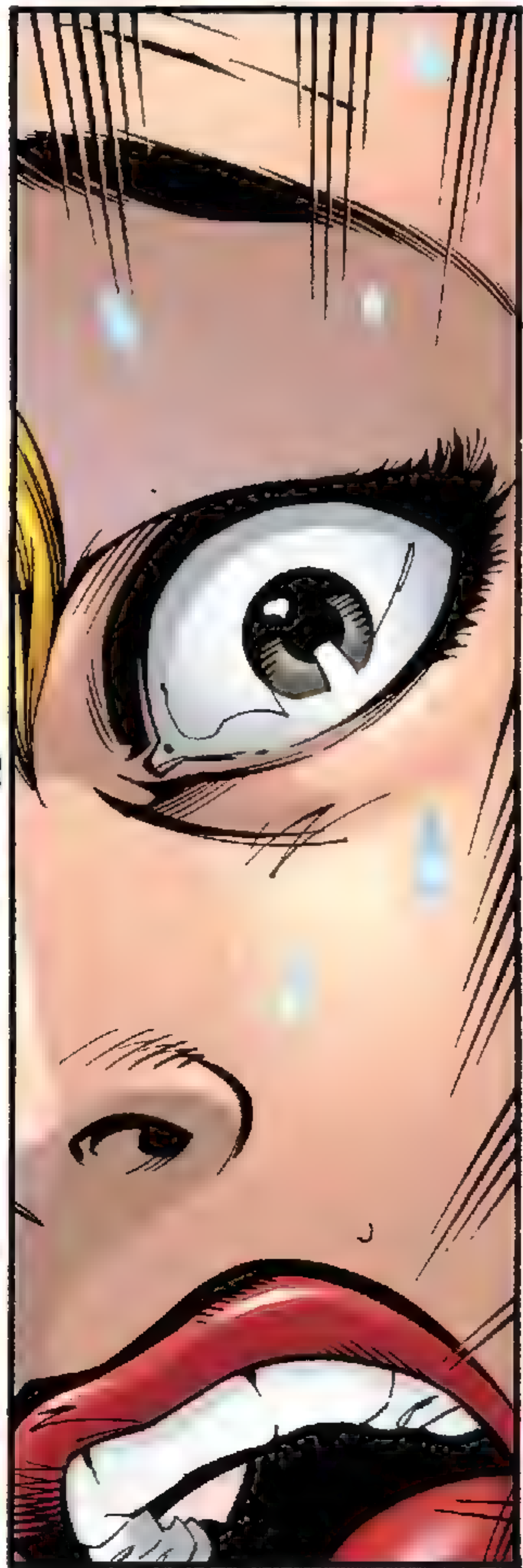
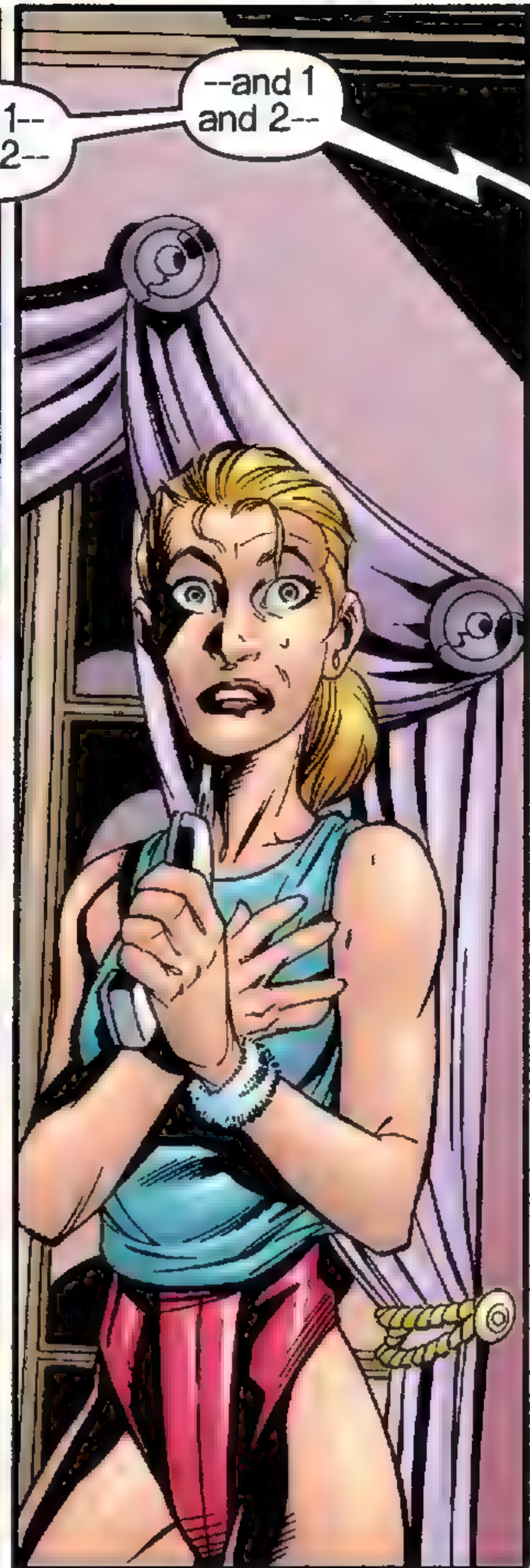
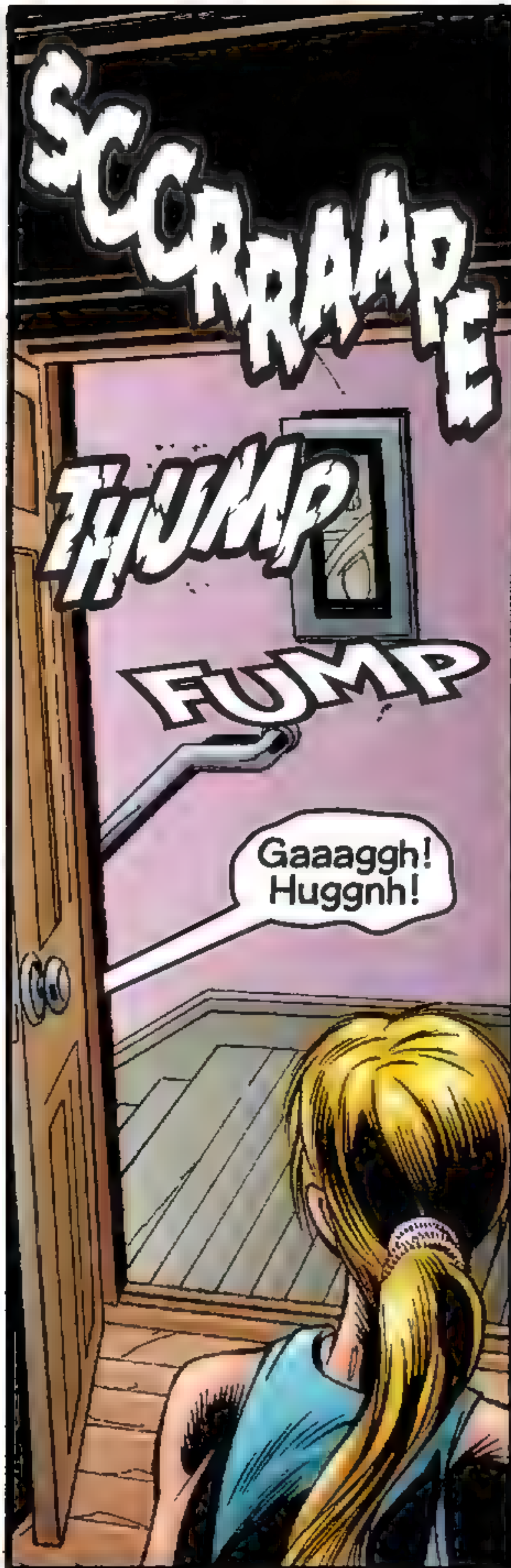
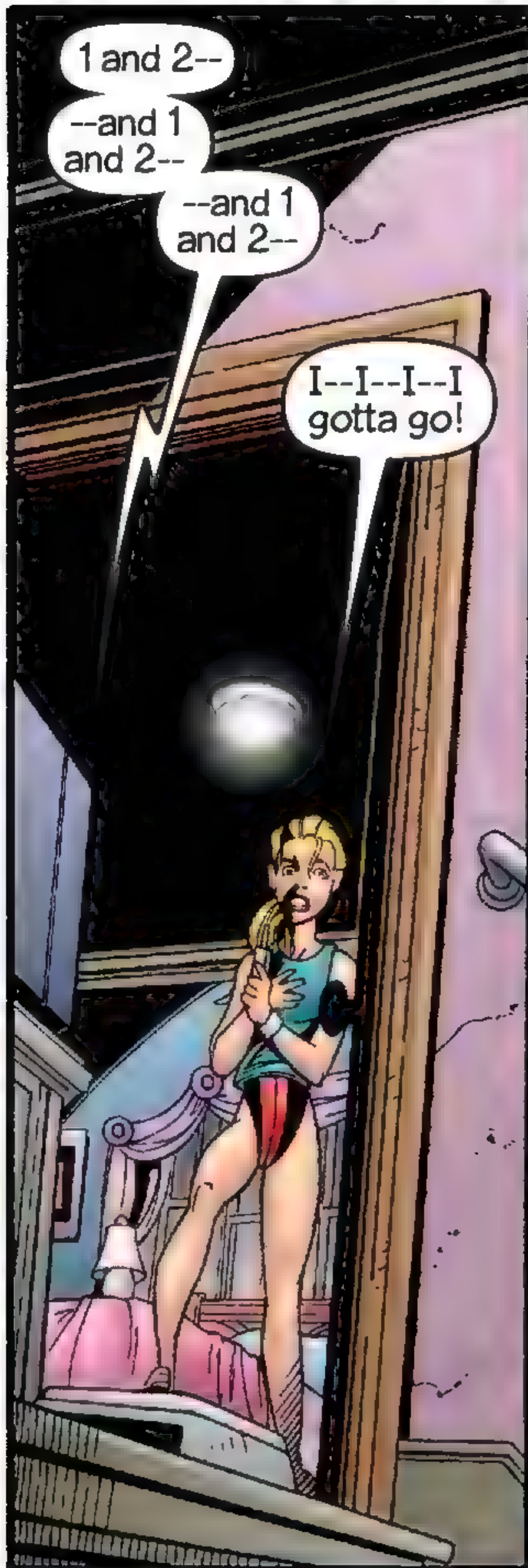
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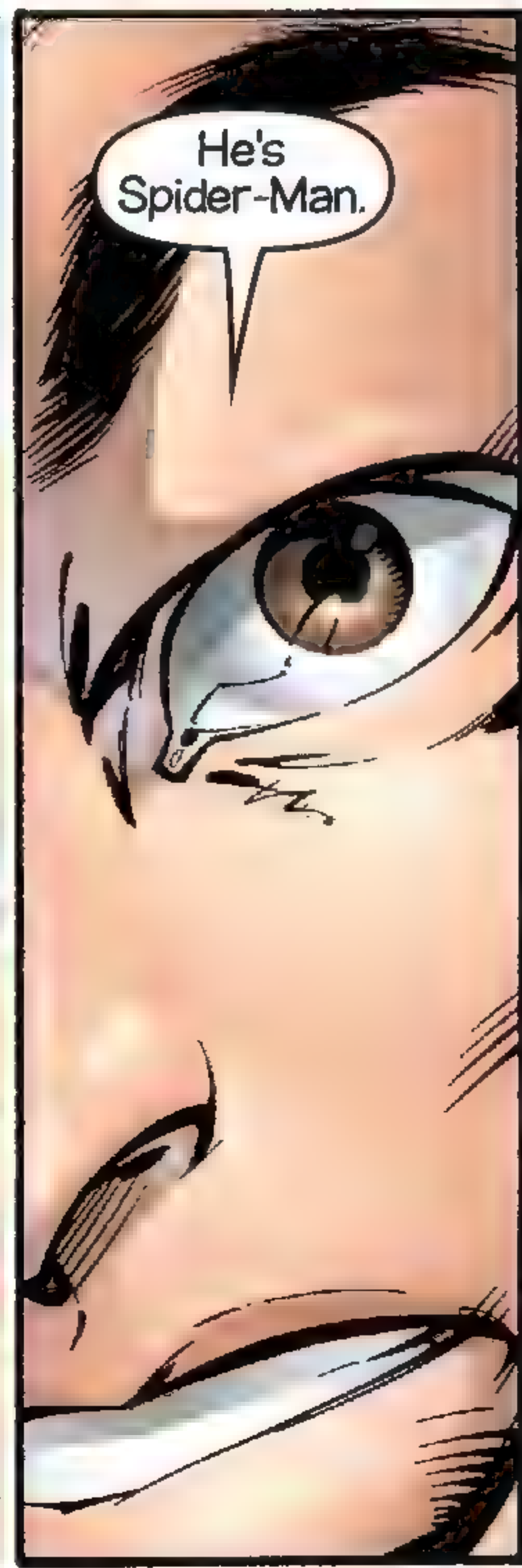
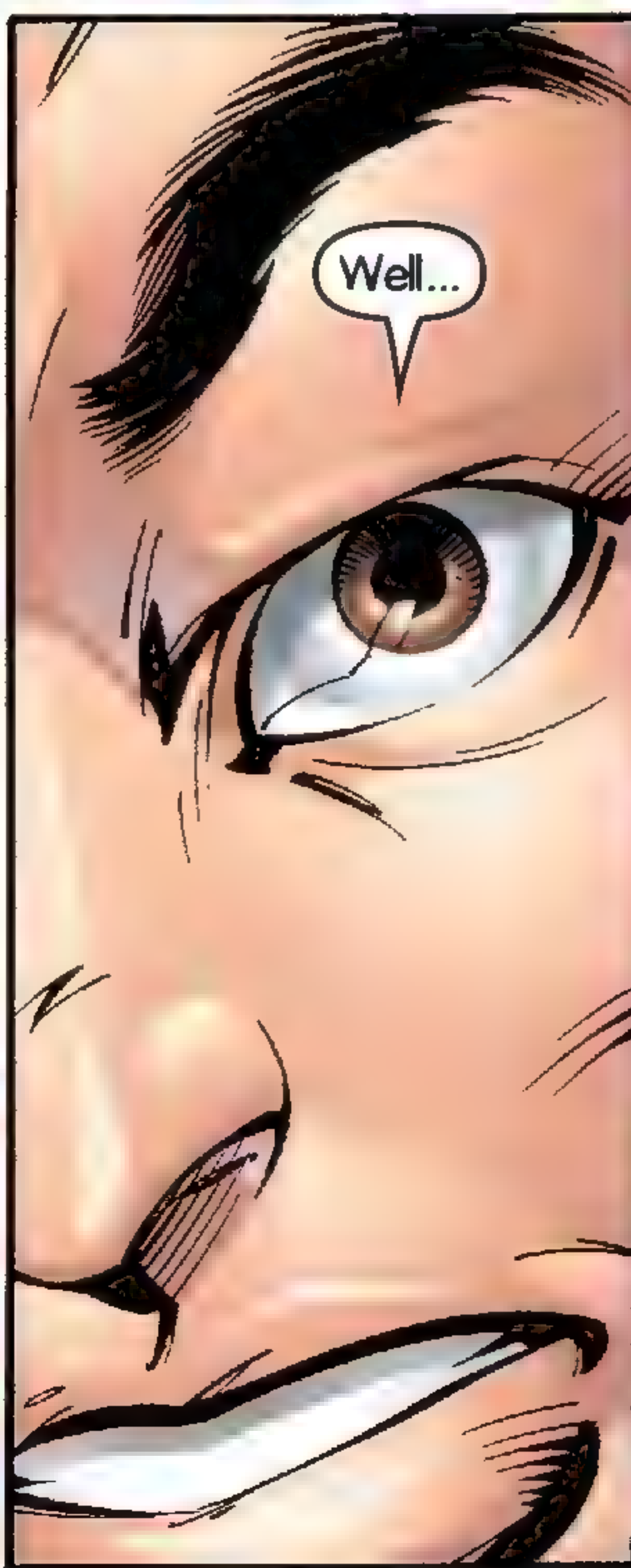
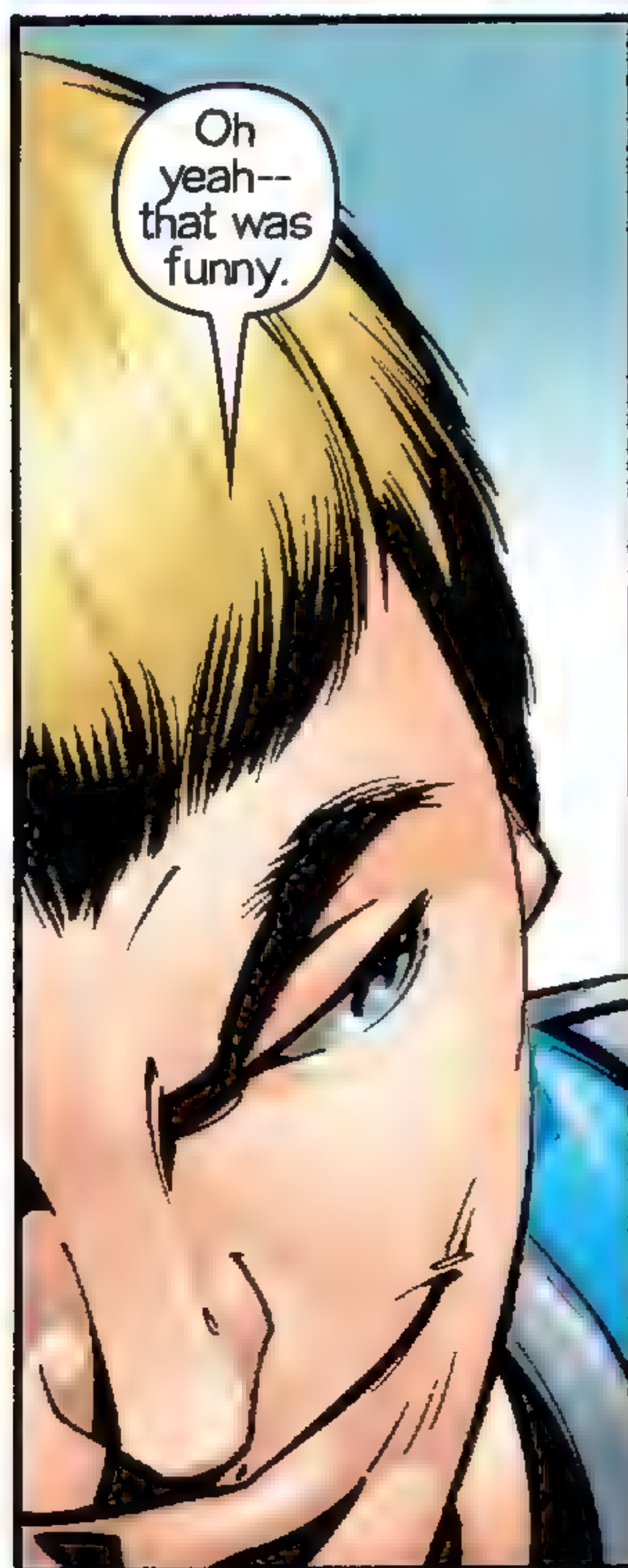
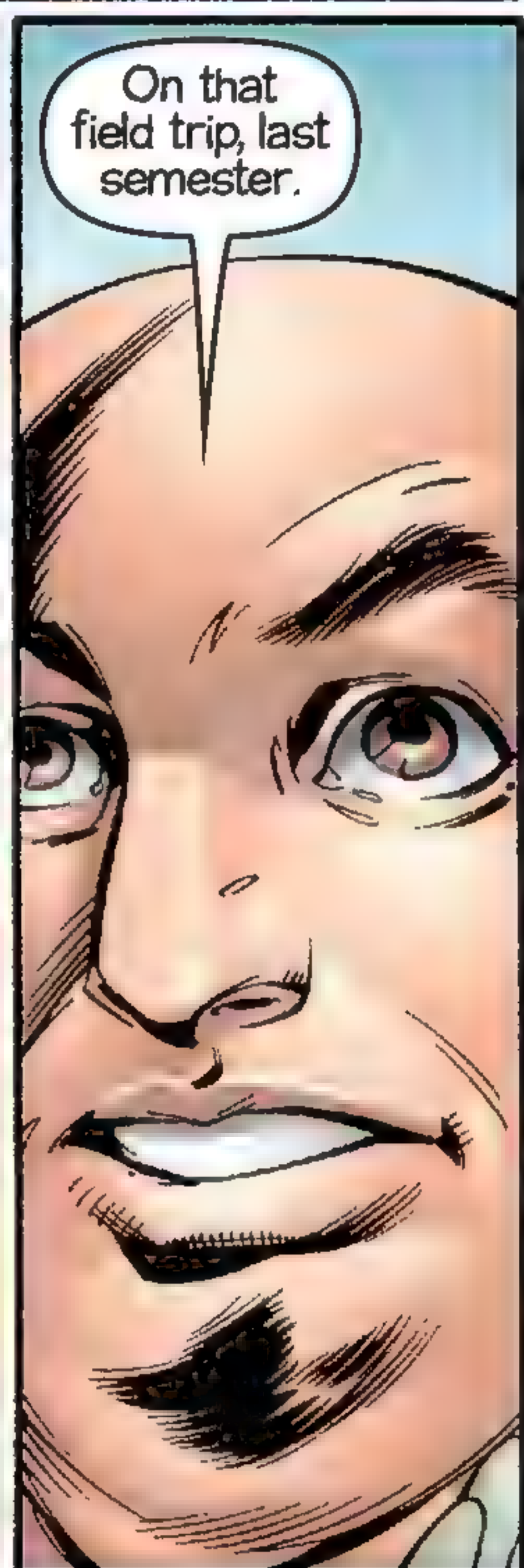
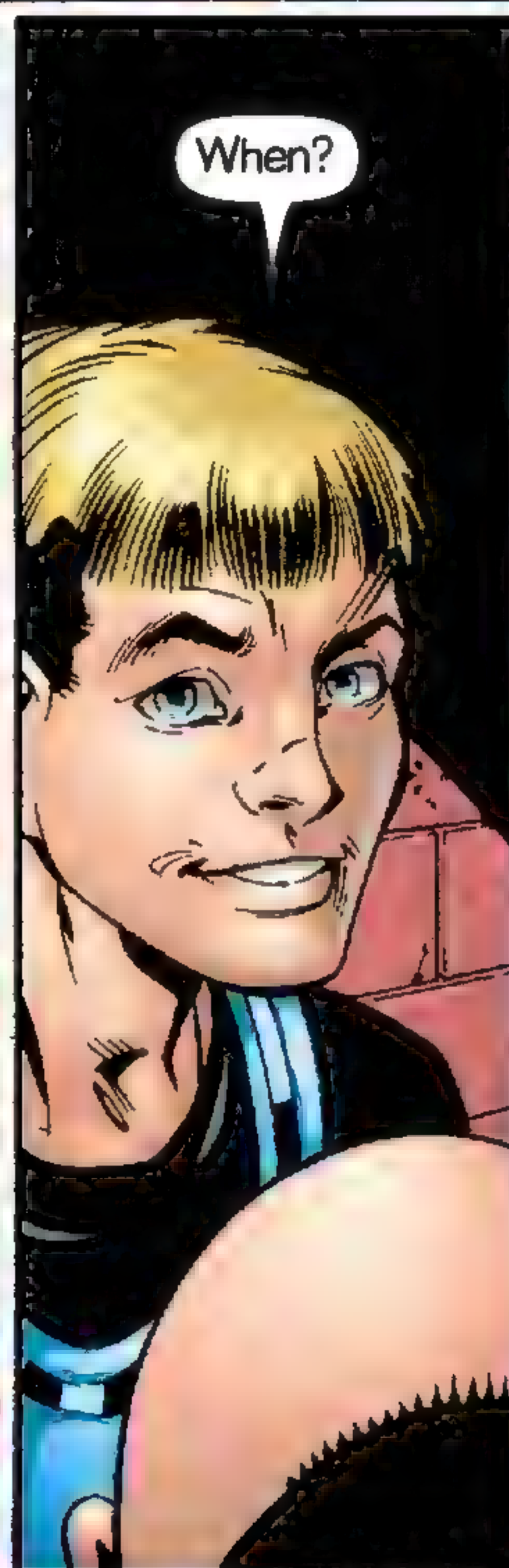
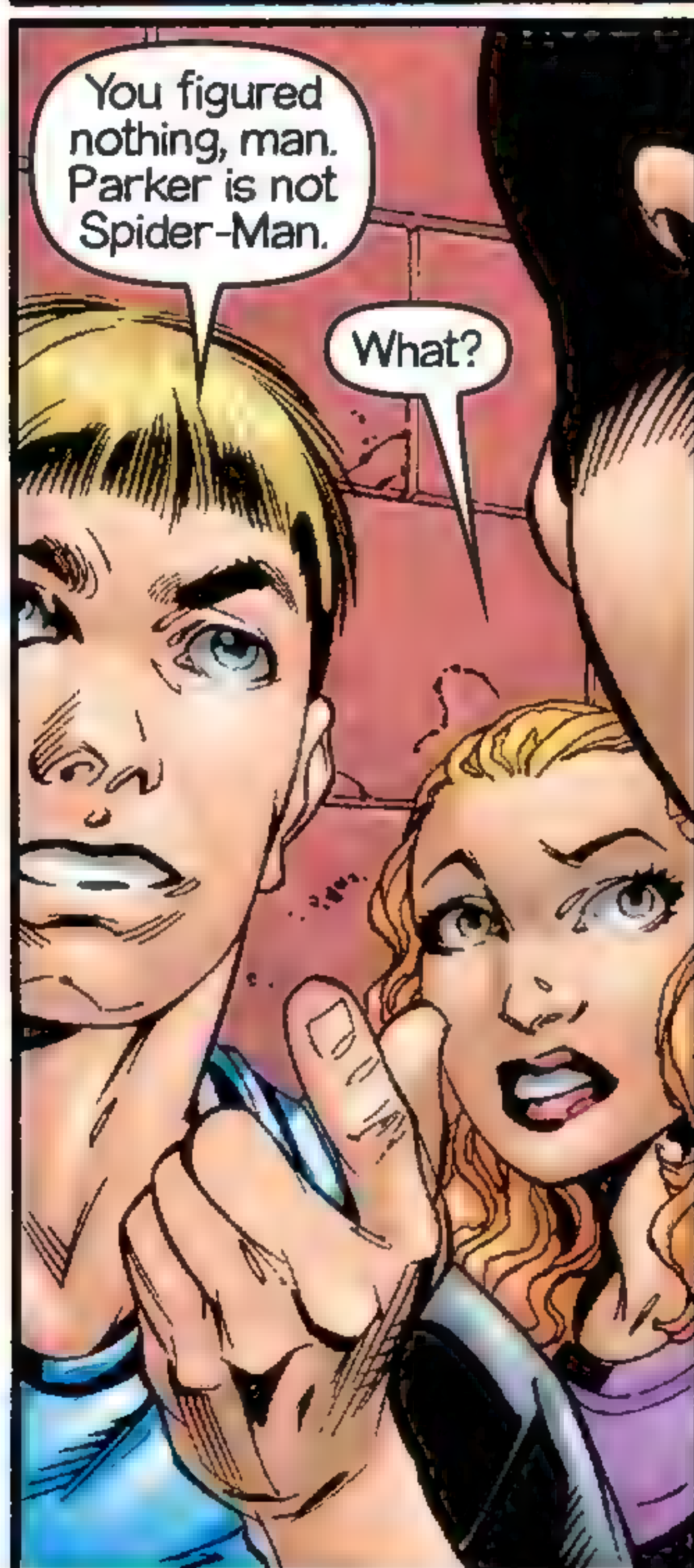




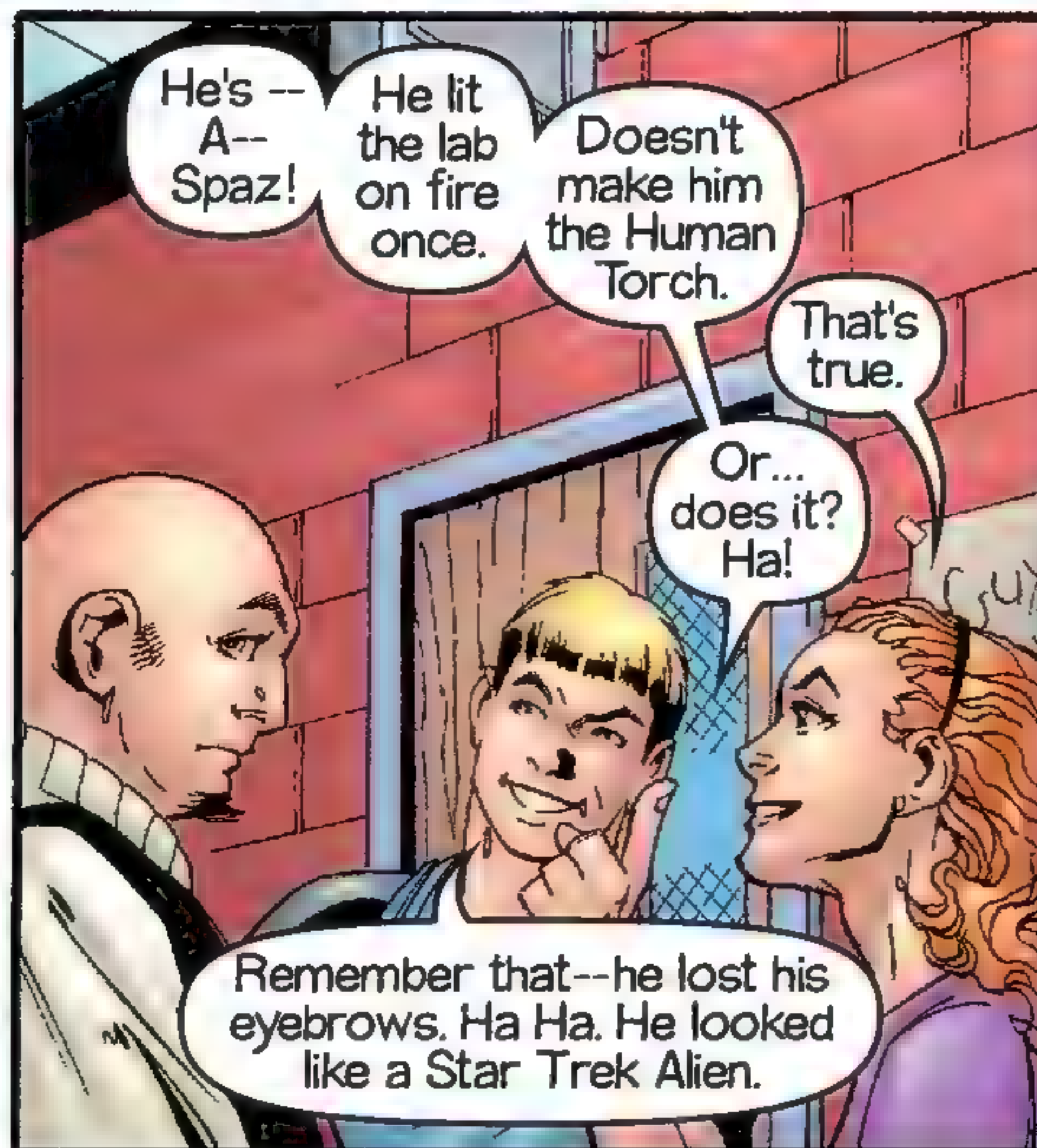
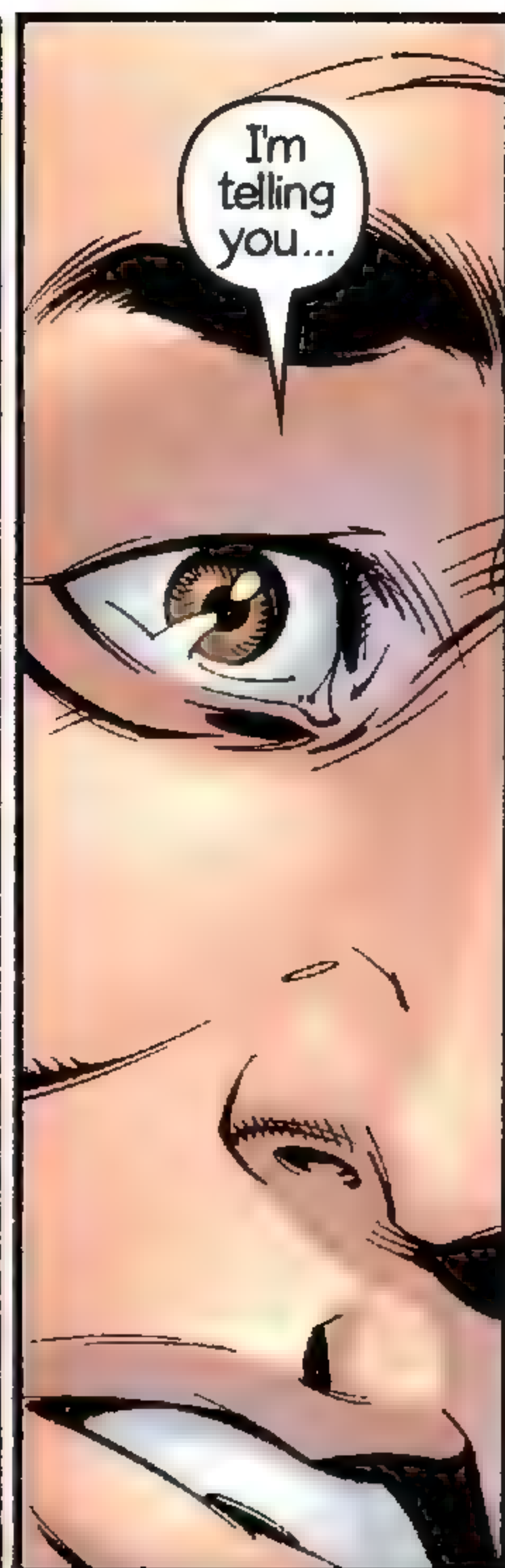
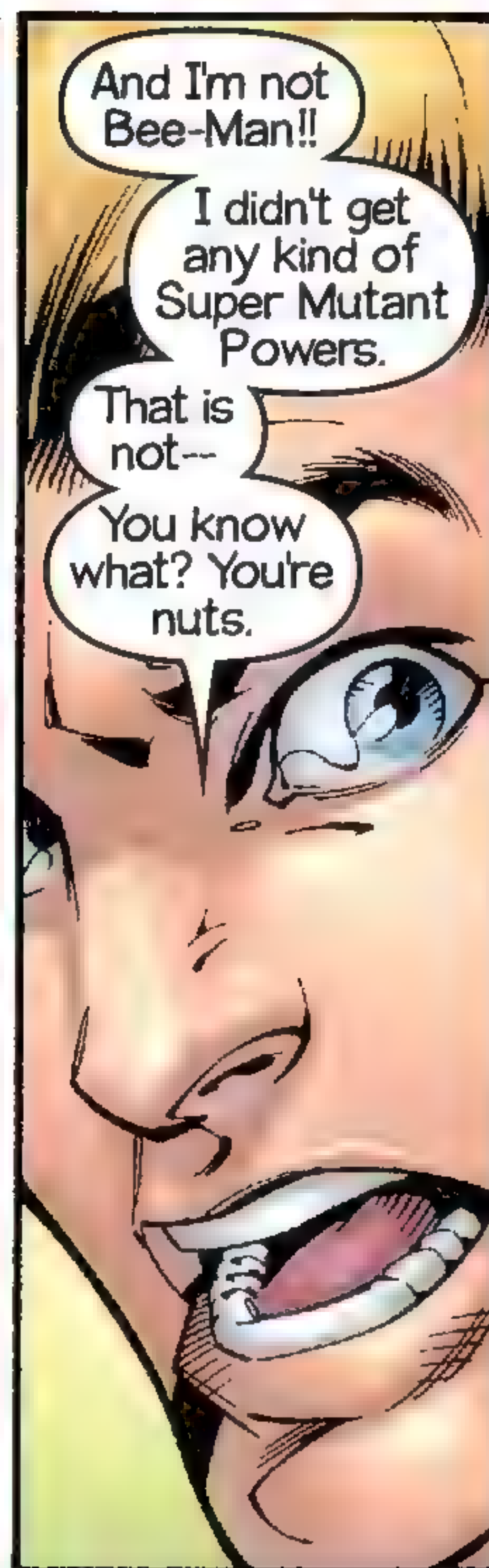
Peter Parker  
is Spider-Man.















You're the only one who thinks so, man...

...and even if he was, like, Michael Jordan out there, which he was so not--

--he wasn't flying around the court on his webs and stuff.

I don't see how you can even think this...

Dude...

I play great B-ball.

Do you think I'm, like, a Mutant too?



Oh! Hey--

What about when he flipped me over?

Right here in the hall.

Remember? I went to drop-kick him and he whipped around and flipped me.



Oh, oh--

--this is what this is about.

You got dissed.

Dude, he got a lucky shot in.

Did the same to me that one time.



Yeah--he broke your hand.

Dude, I hit him wrong.

You're absolutely nuts. Nuts!!

Yeah--I don't see it.



How could you not see it??!!

Come on!! It's so obvious!

Again--to you.

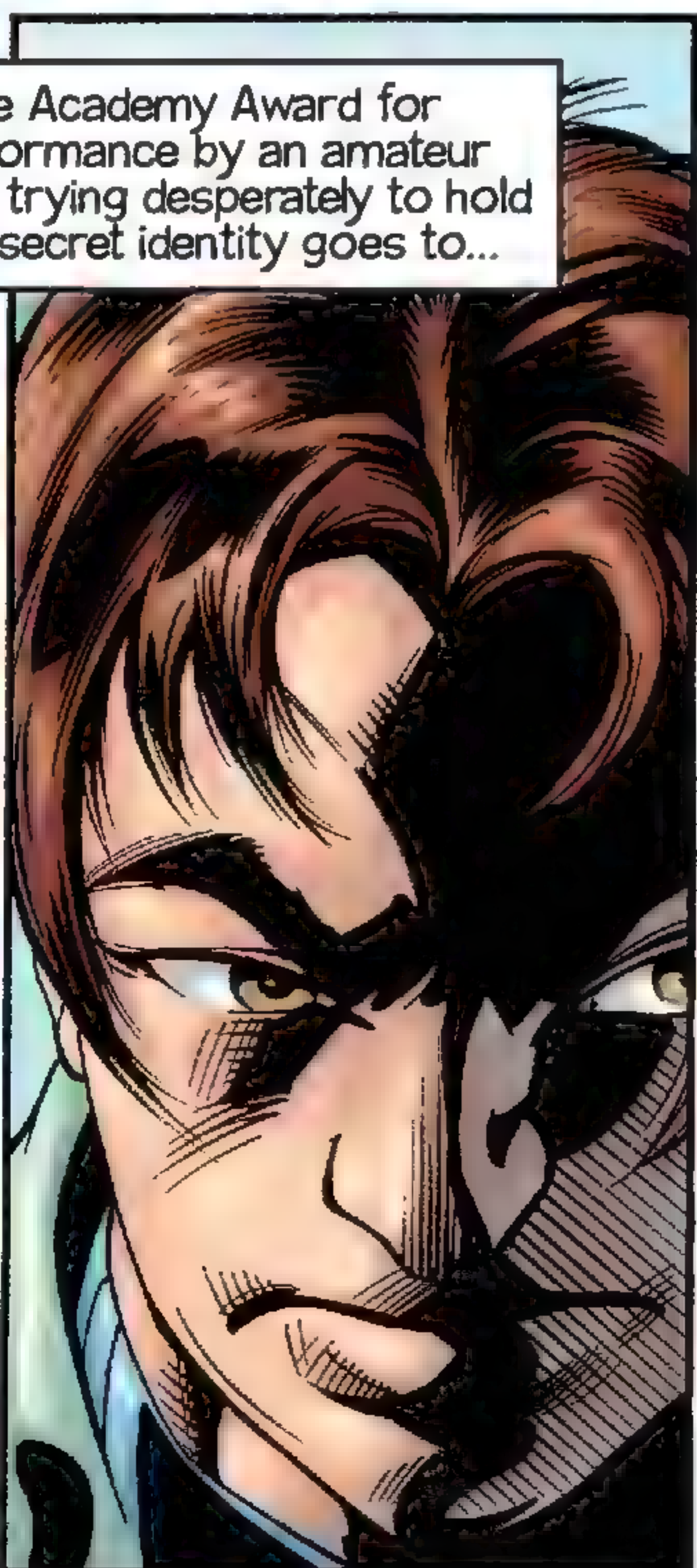
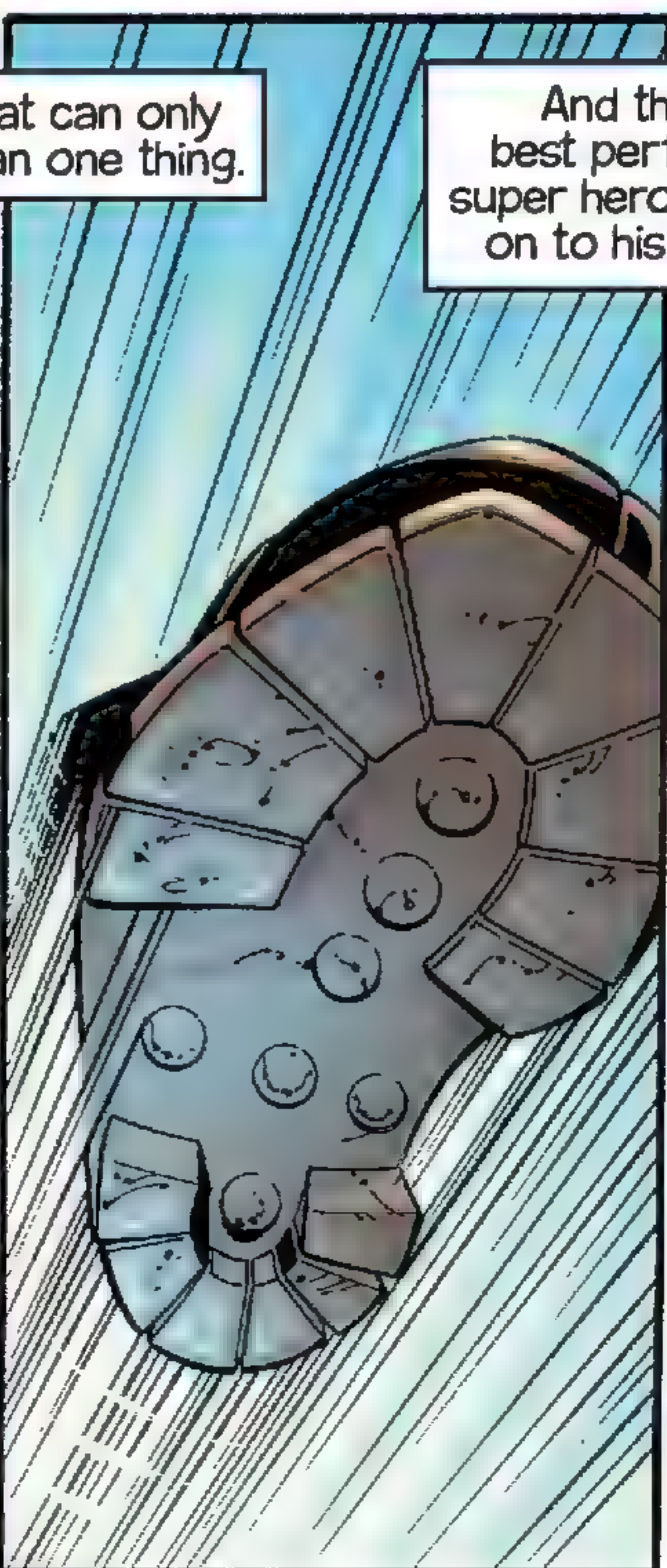
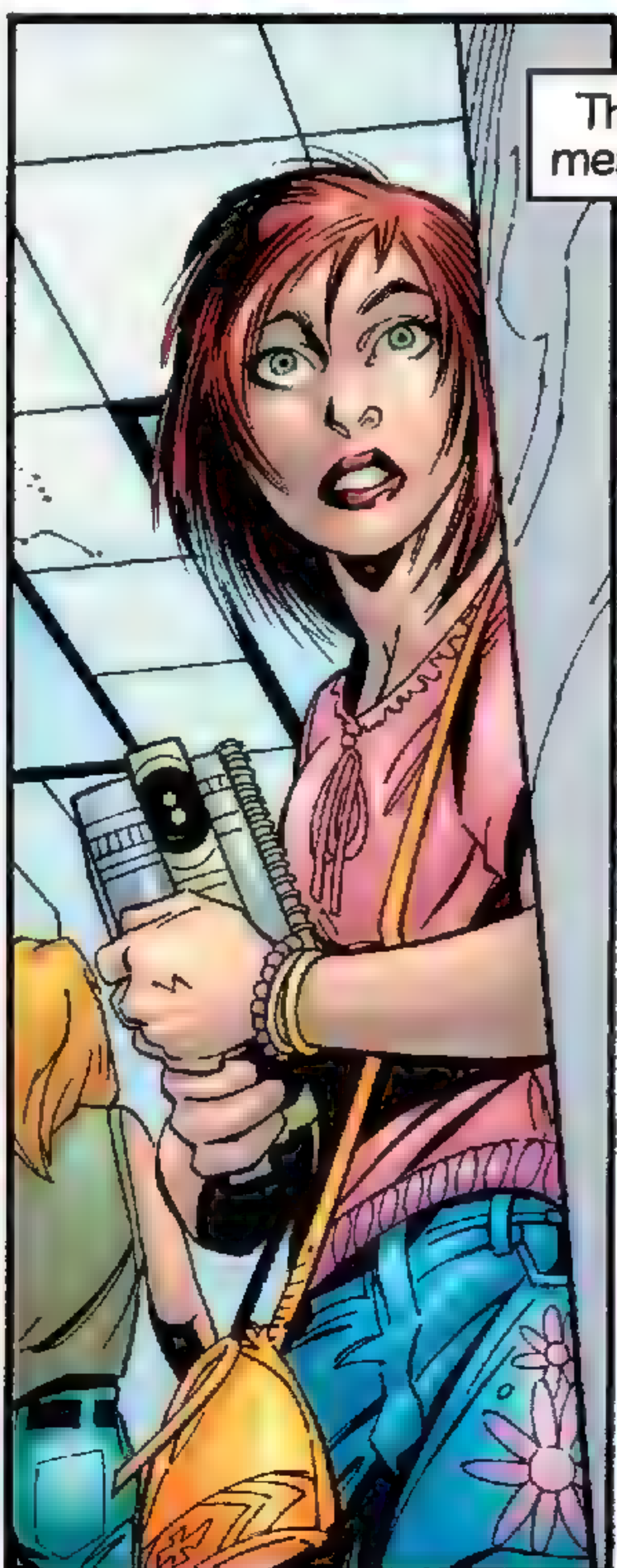
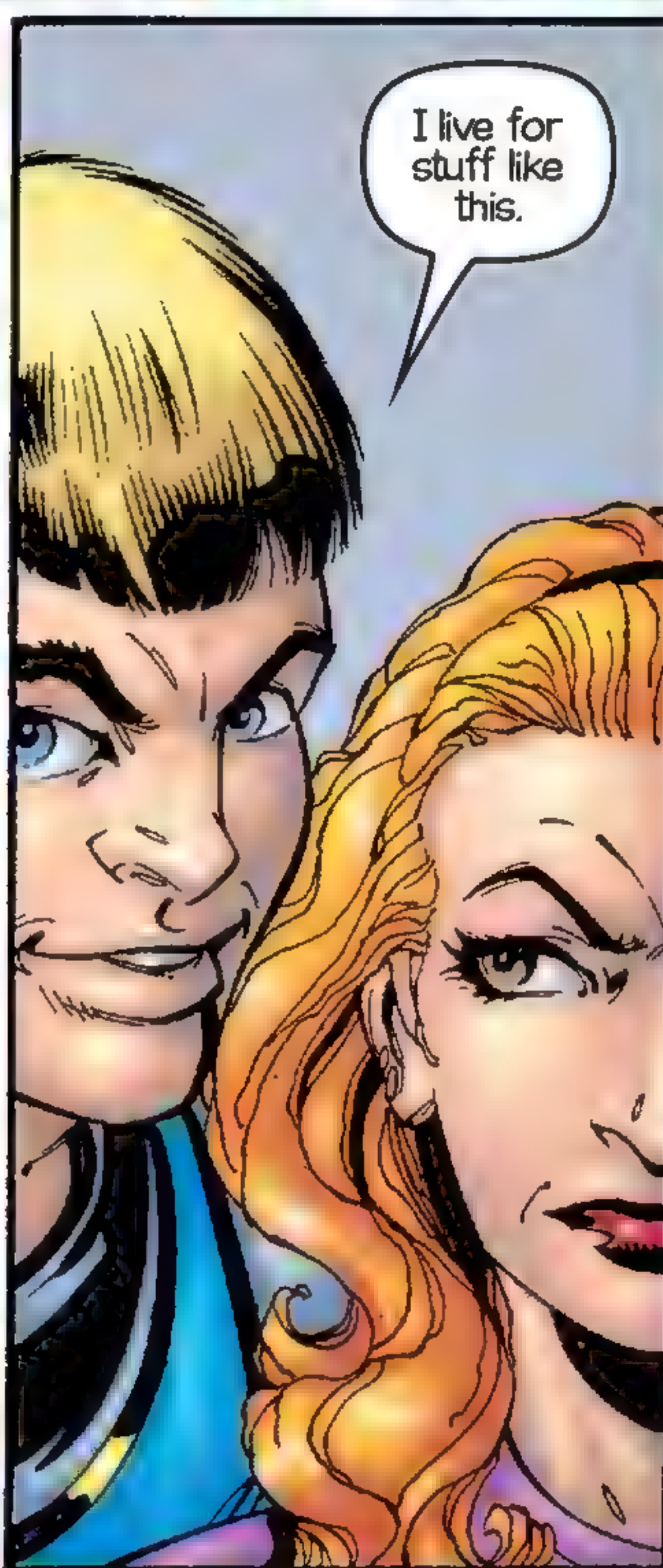
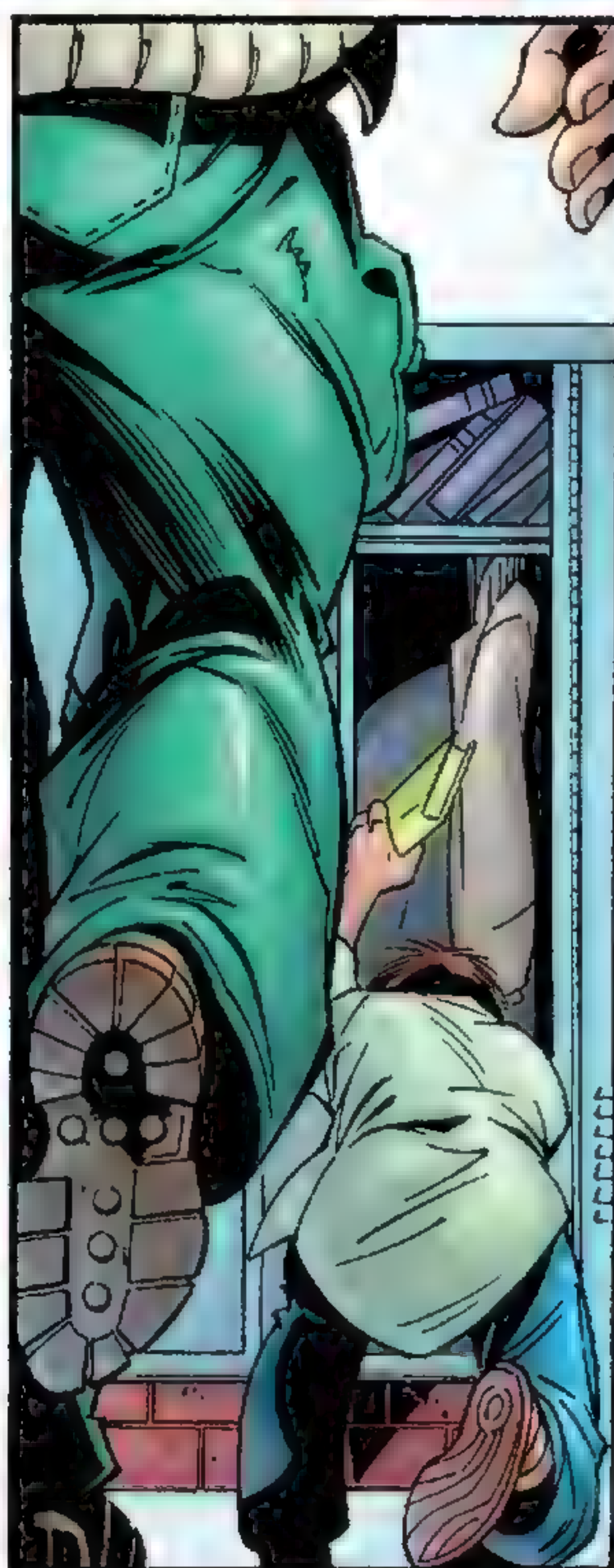
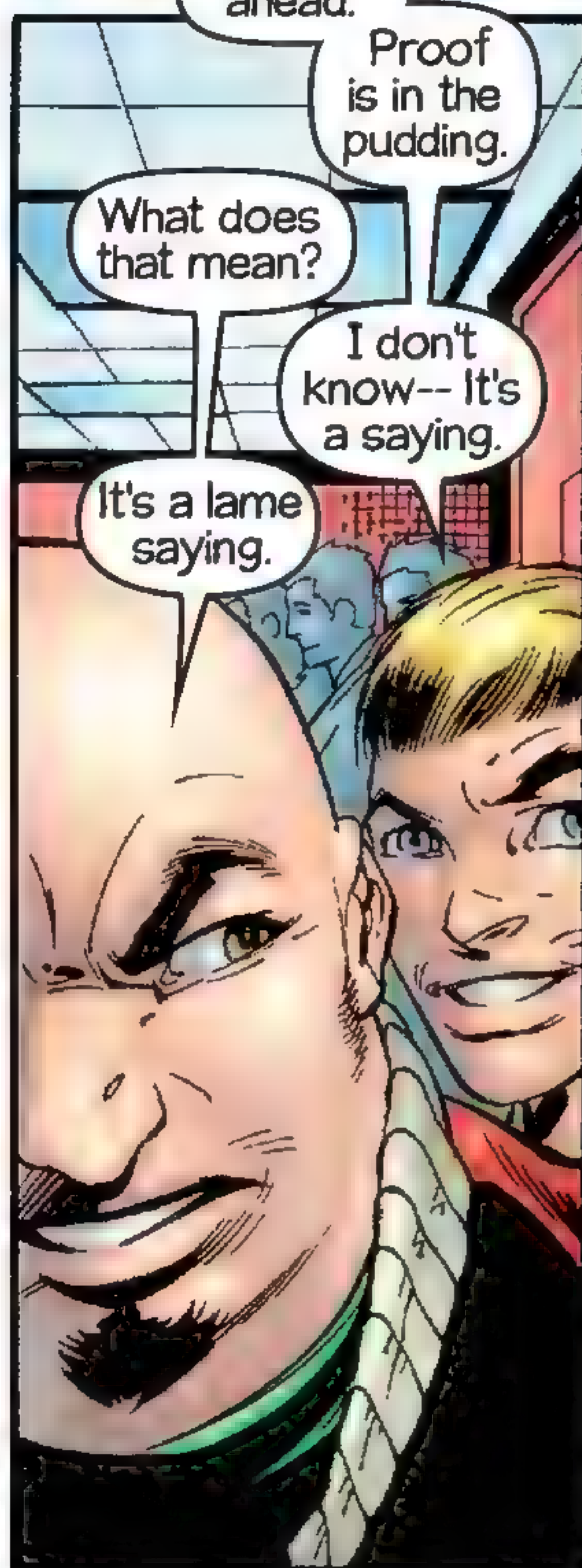
I don't see it at all.

You guys are so jake it--

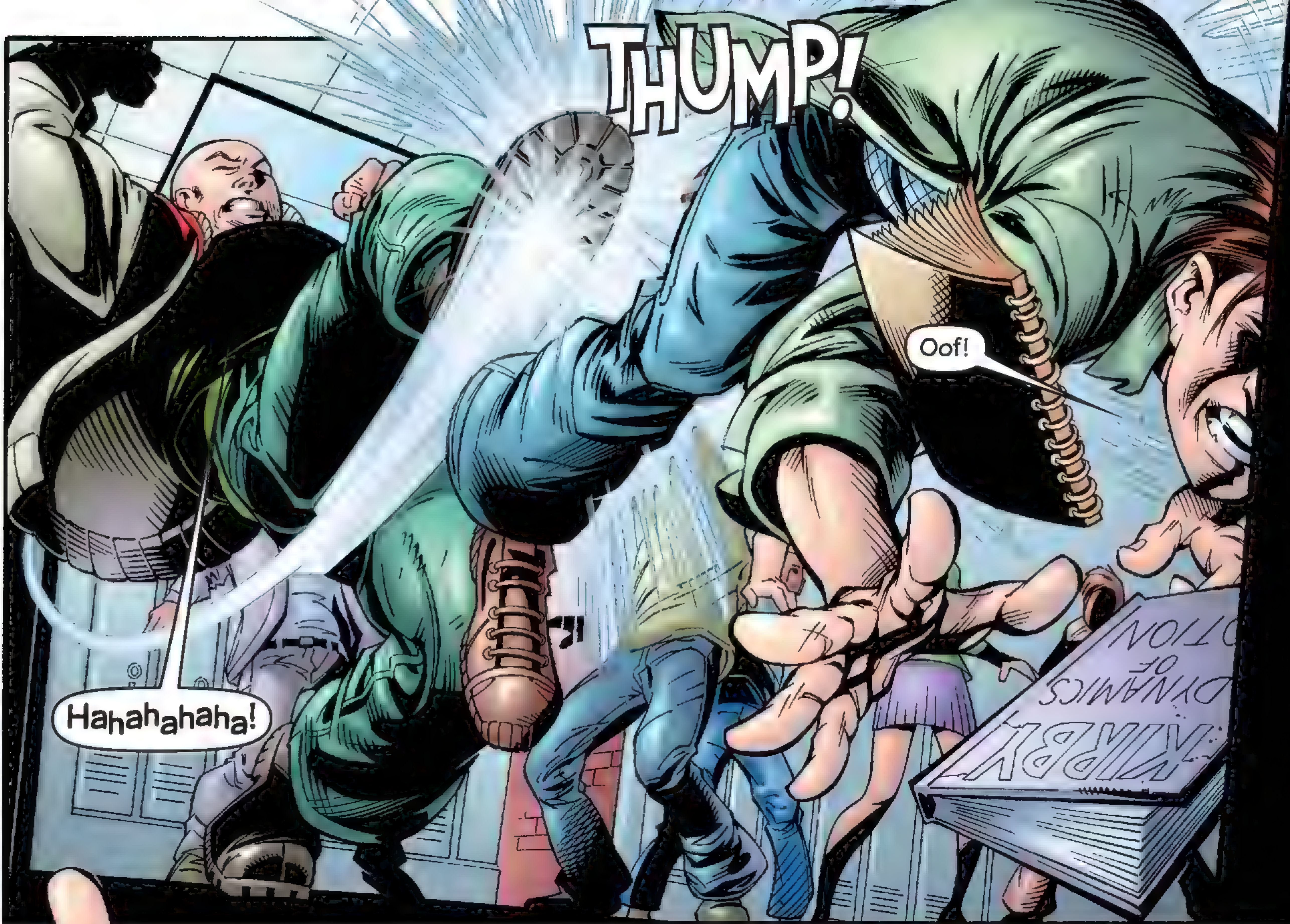
Well, there he is.

Go ask him.

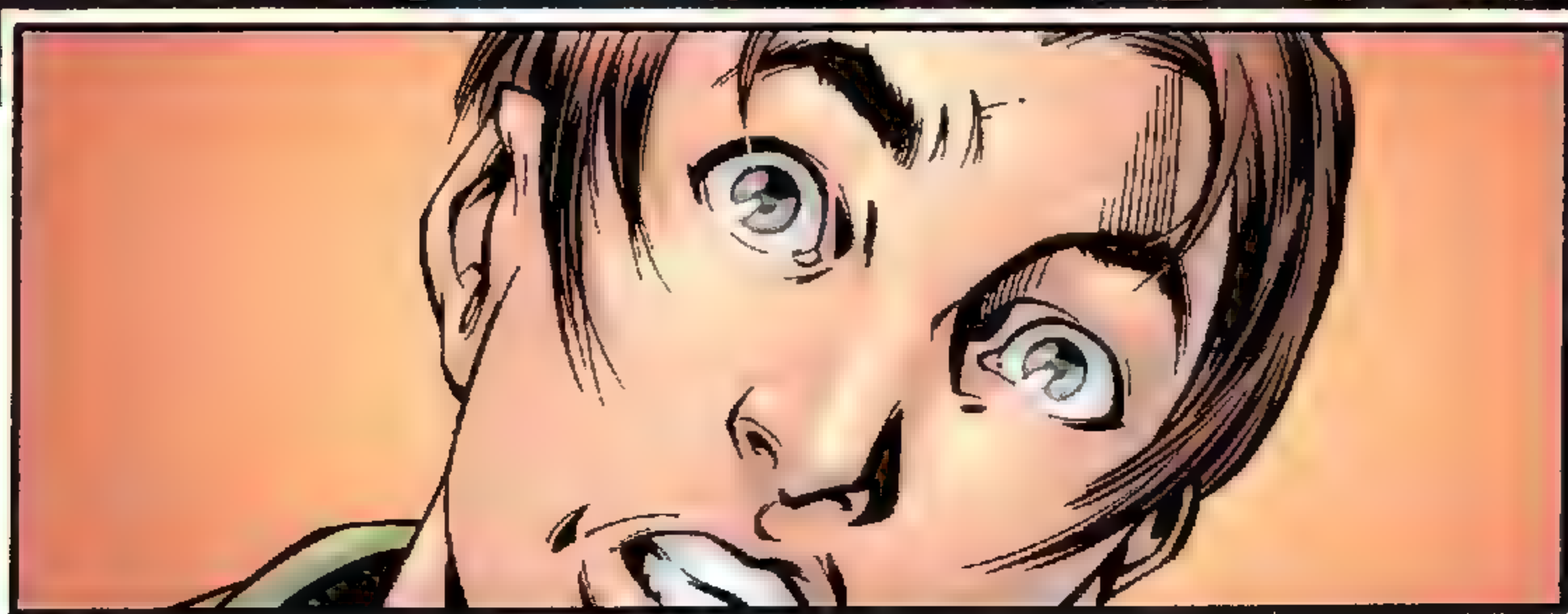
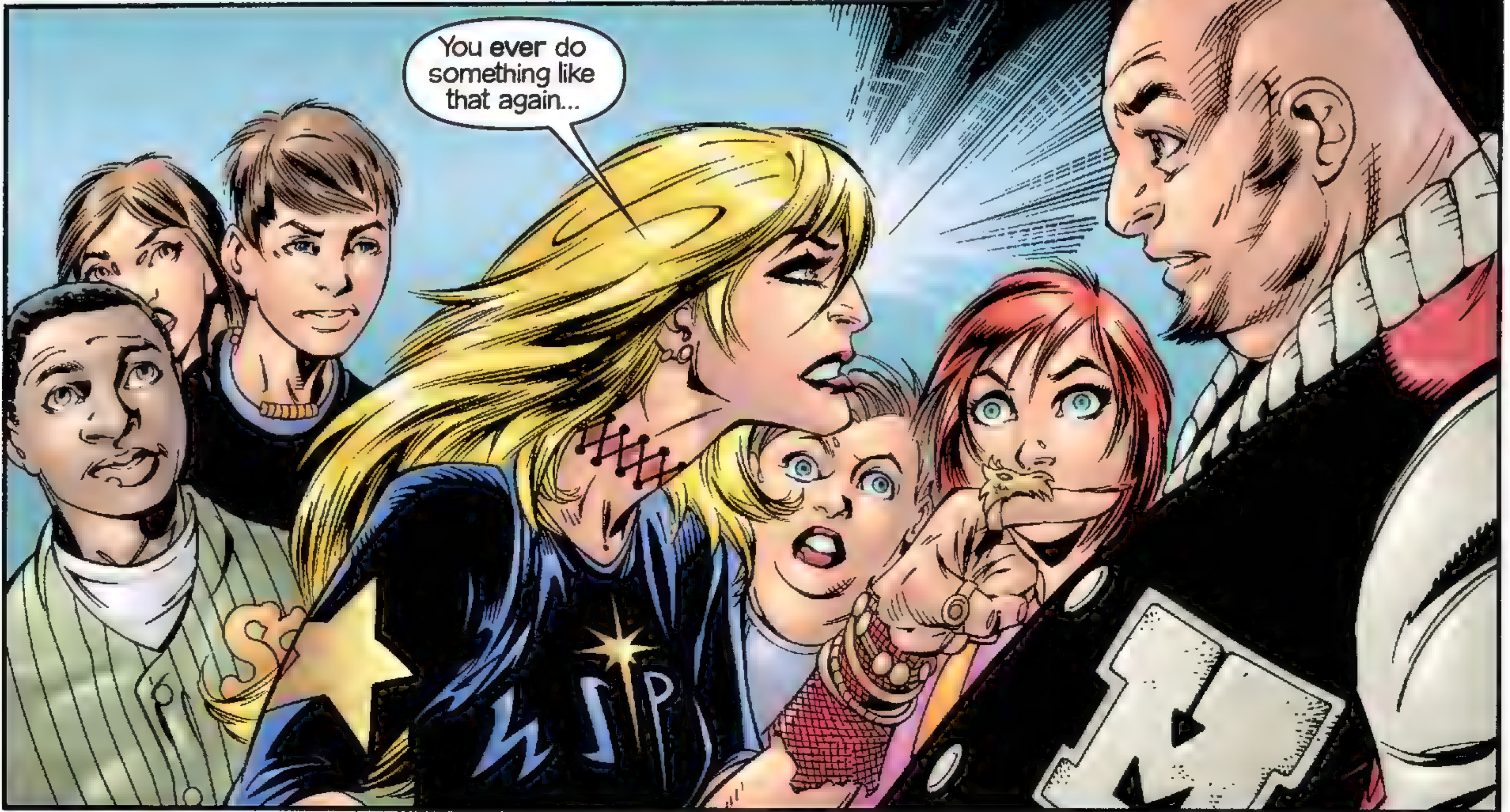
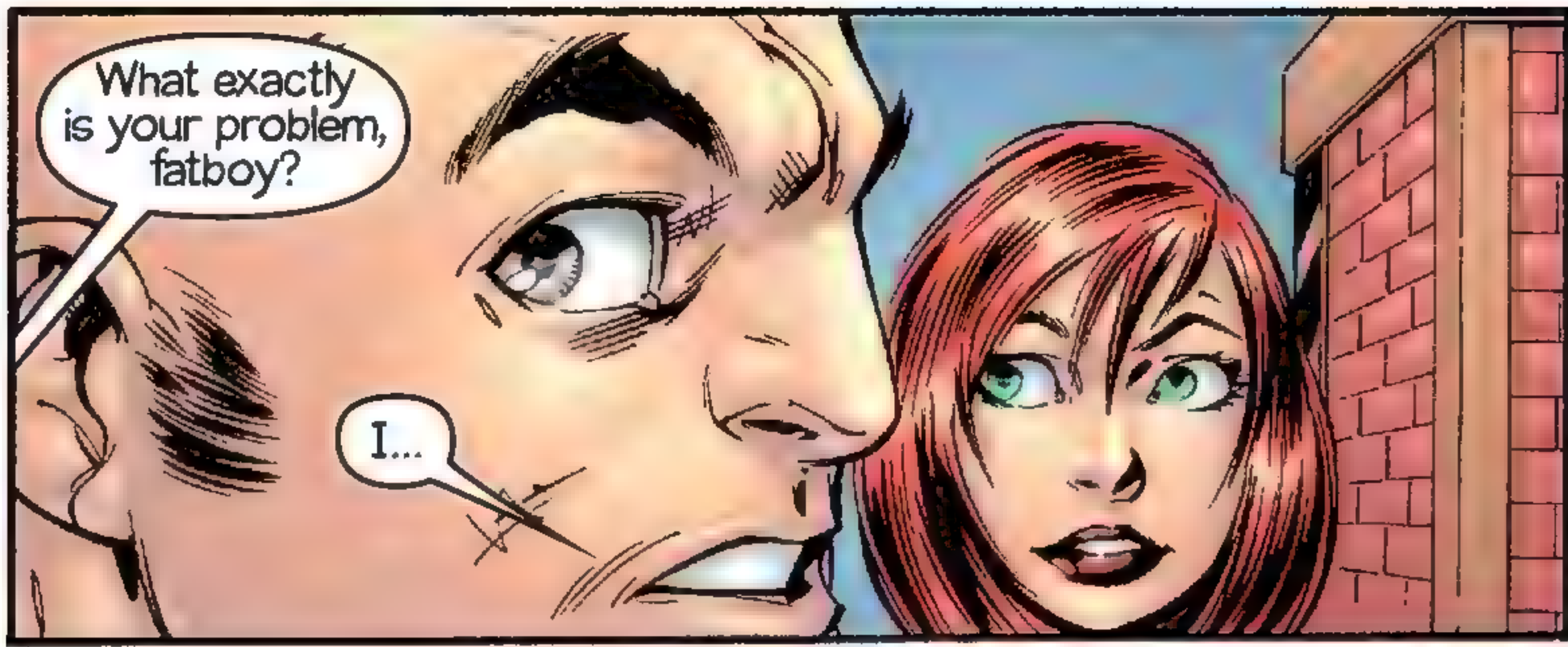




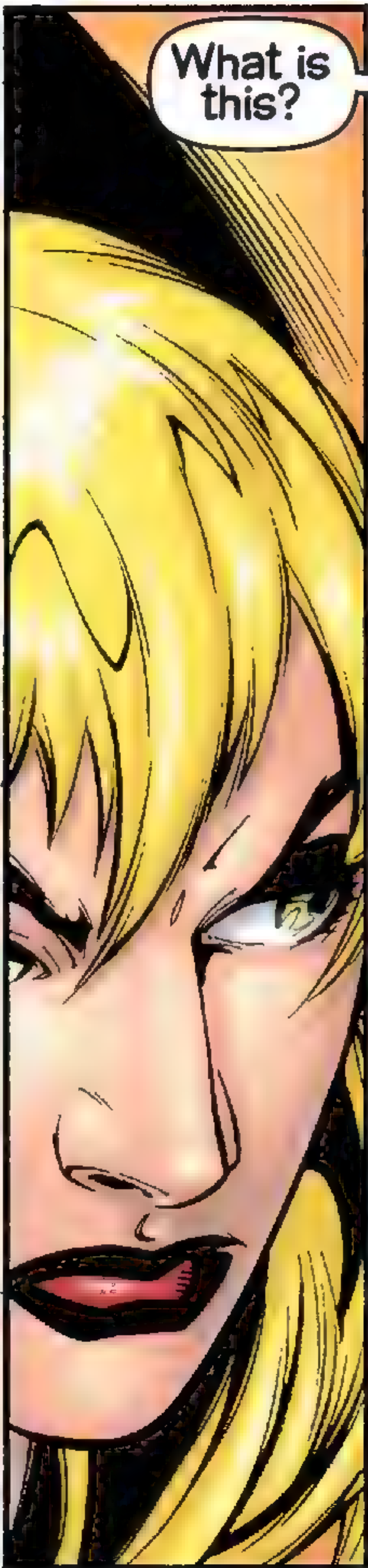
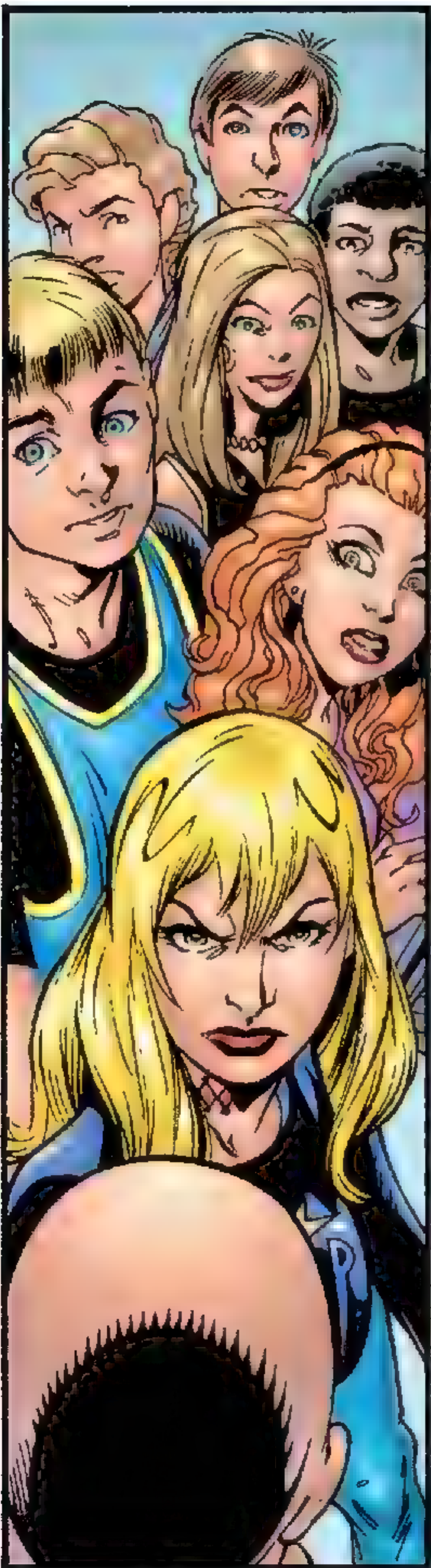












What is this?



Why don't you kids ever learn to leave well enough a--?



CLANG!

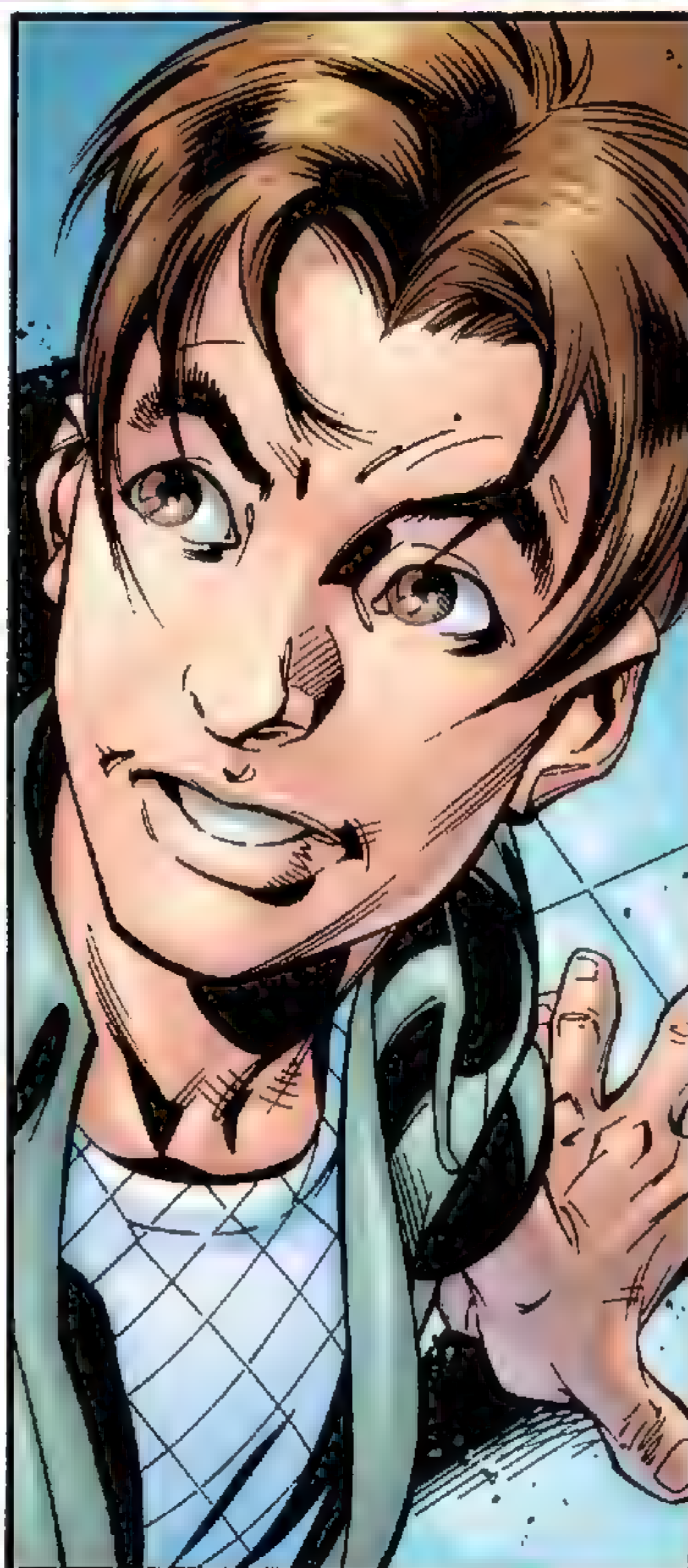
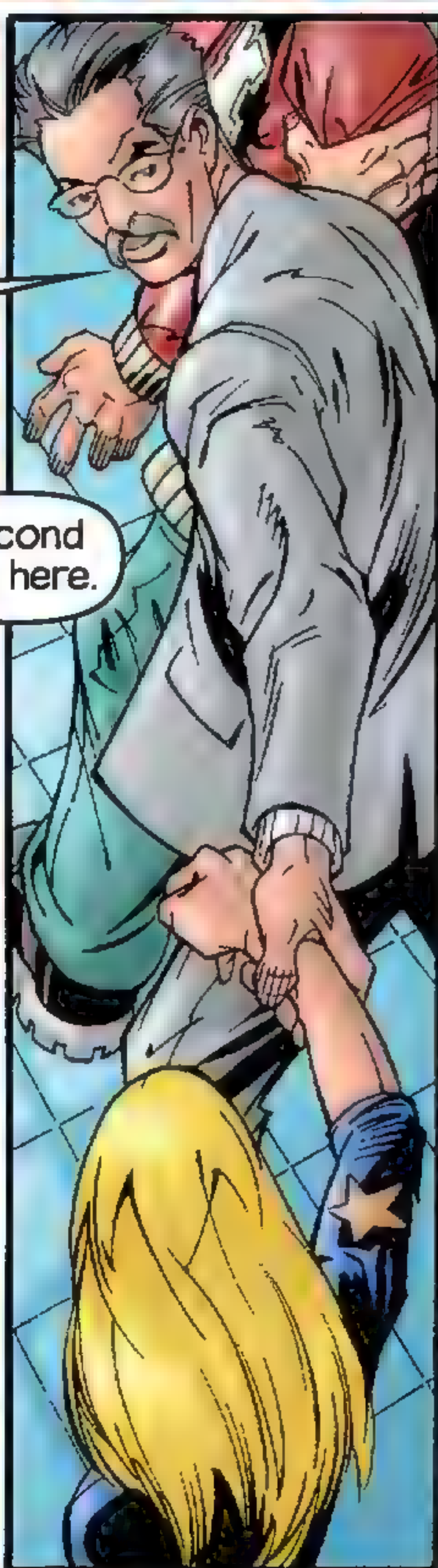
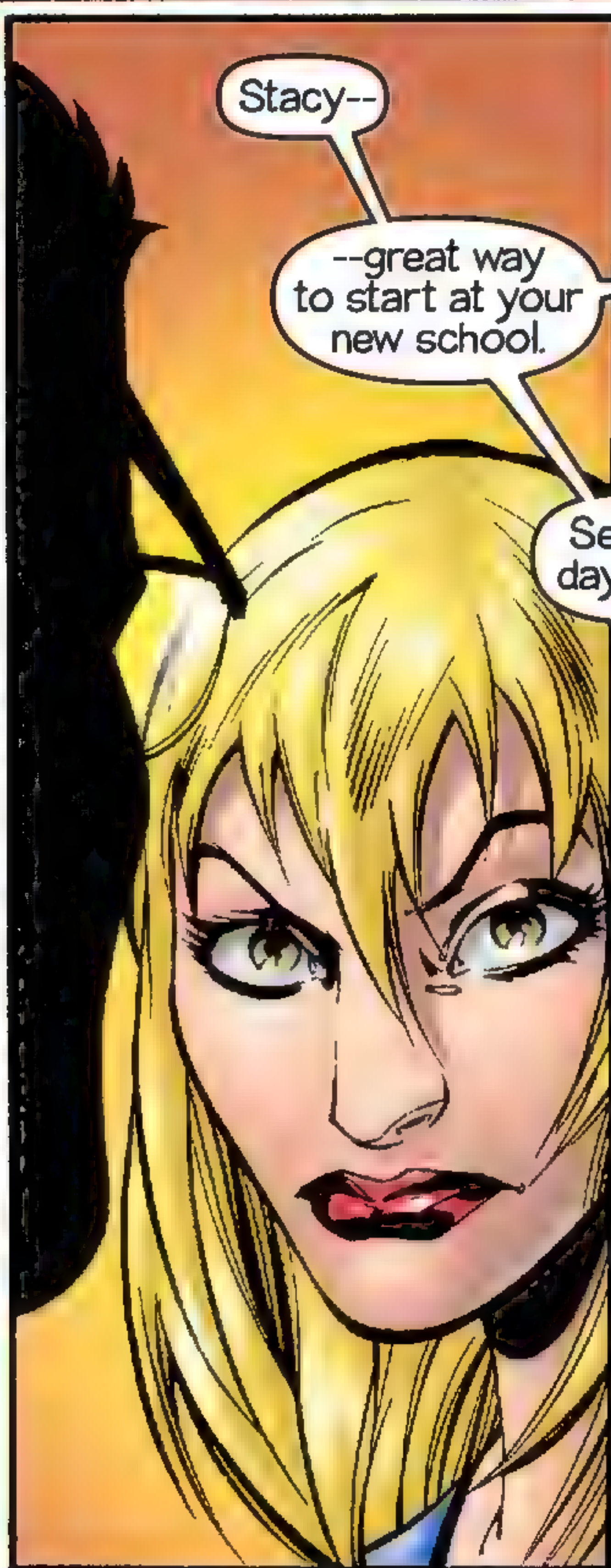
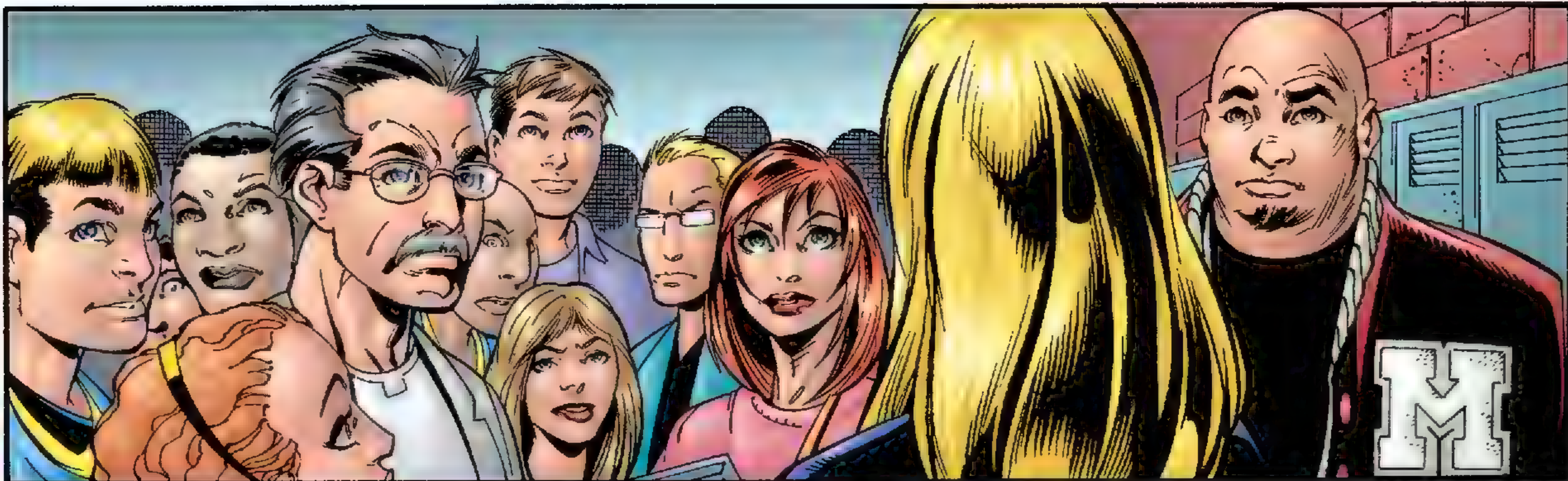


And what is this, now?

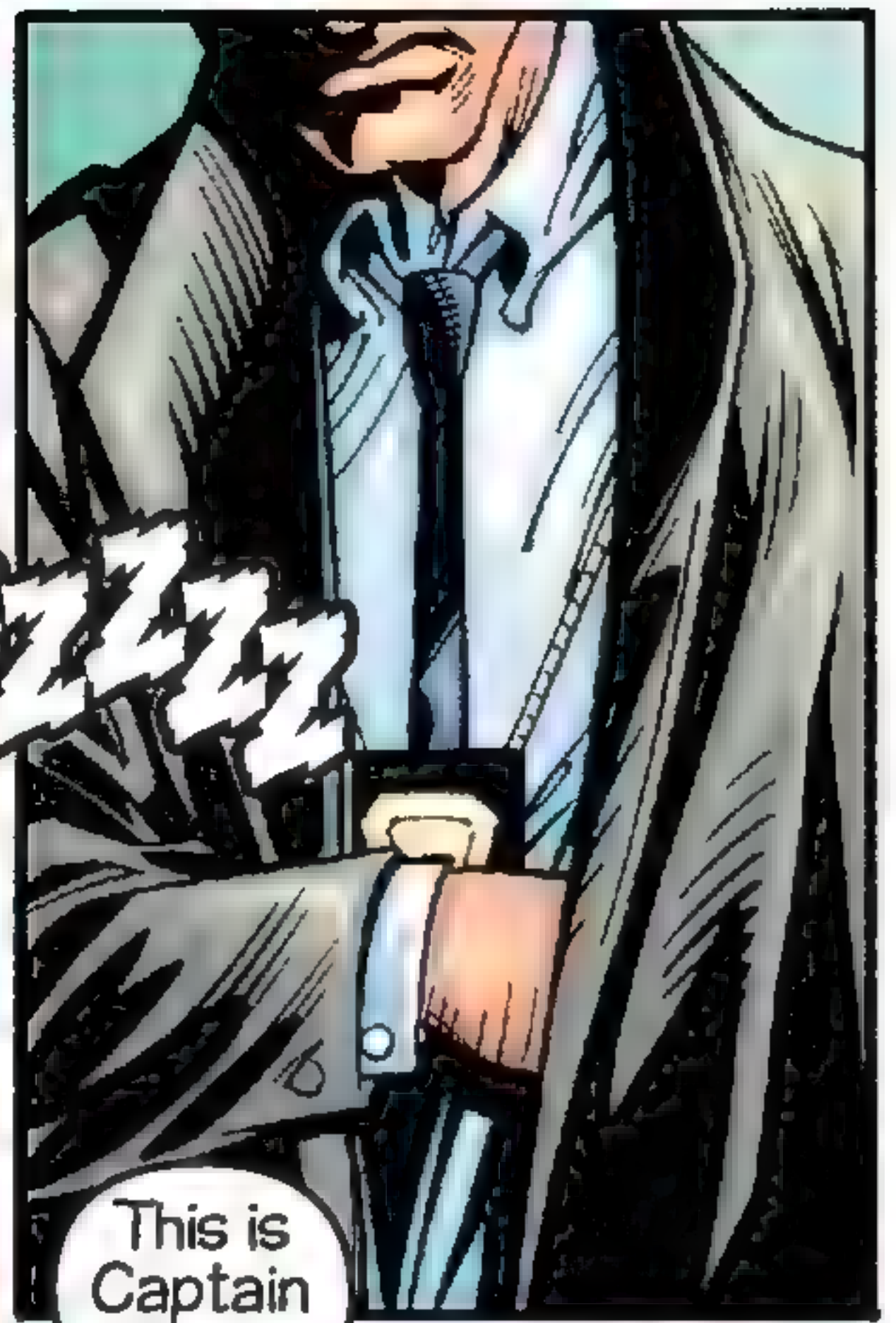
Huh?

What is this?









This is Captain Stacy.

What?

She what?

Did you call her mother?

Because I'm...



Well, this really-- yes.

But there's really nothing I can do at the moment.

I'm at a crime scene that--

What did she do this time?

She what?

Lord.



No.

No-- no I didn't know she had a knife and--

No, I certainly wouldn't have known she was bringing one to school.



Well, no offense, Principal, but I just think your tone is a little accusatory.

Especially since you are talking to a Police Captain.





Well, you have ta wonder what a woman who isn't married at that age is up to anyhow.

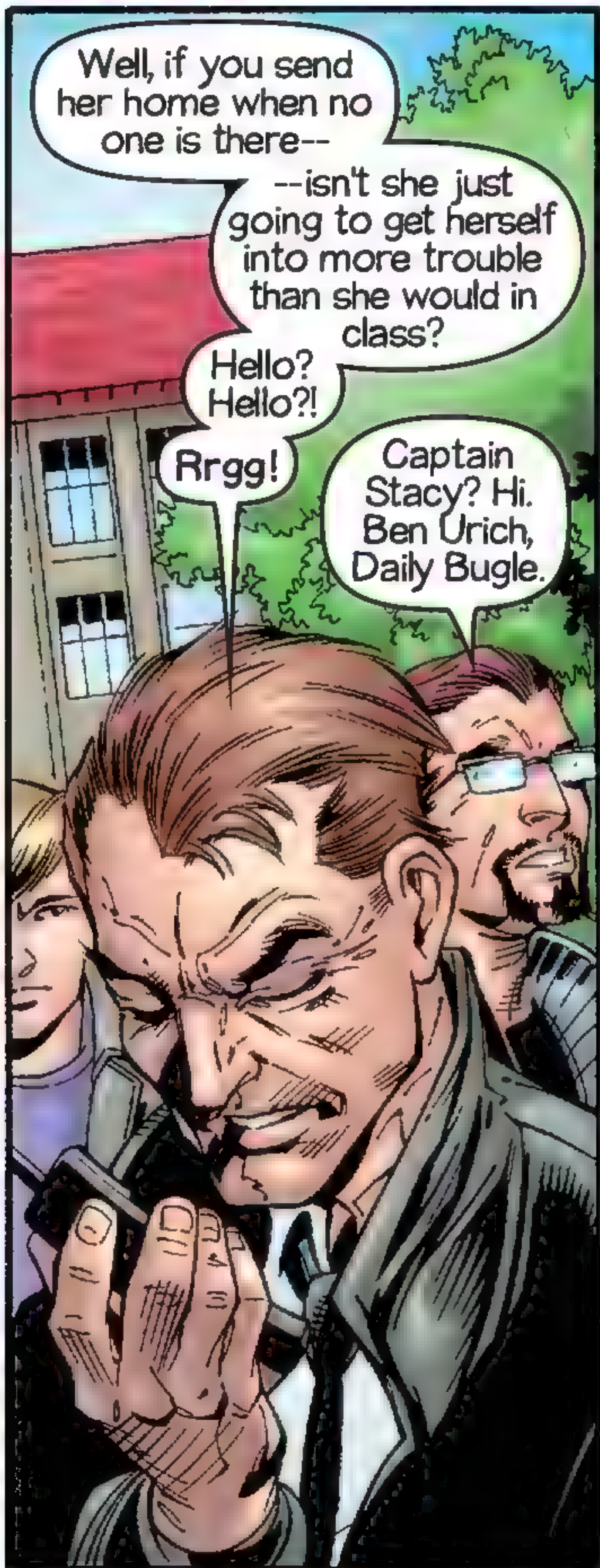
What do I think?

I think you should confiscate the knife and put her back in the class. For now. For now!

We, her parents, will deal with it ourselves when we get home.

Sir, please, if you could just stick to what you saw.

Oh, I didn't see anything. I was on my walk.



Well, if you send her home when no one is there--

--isn't she just going to get herself into more trouble than she would in class?

Hello? Hello?!

Rrgg!

Captain Stacy? Hi. Ben Urich, Daily Bugle.



I know who you are.

Good job on the Kingpin story.

Oh, thanks.

Yeah-- now we have 300 goombahs without anyone to answer to treating the Tri-State area like it's a free-for-all.

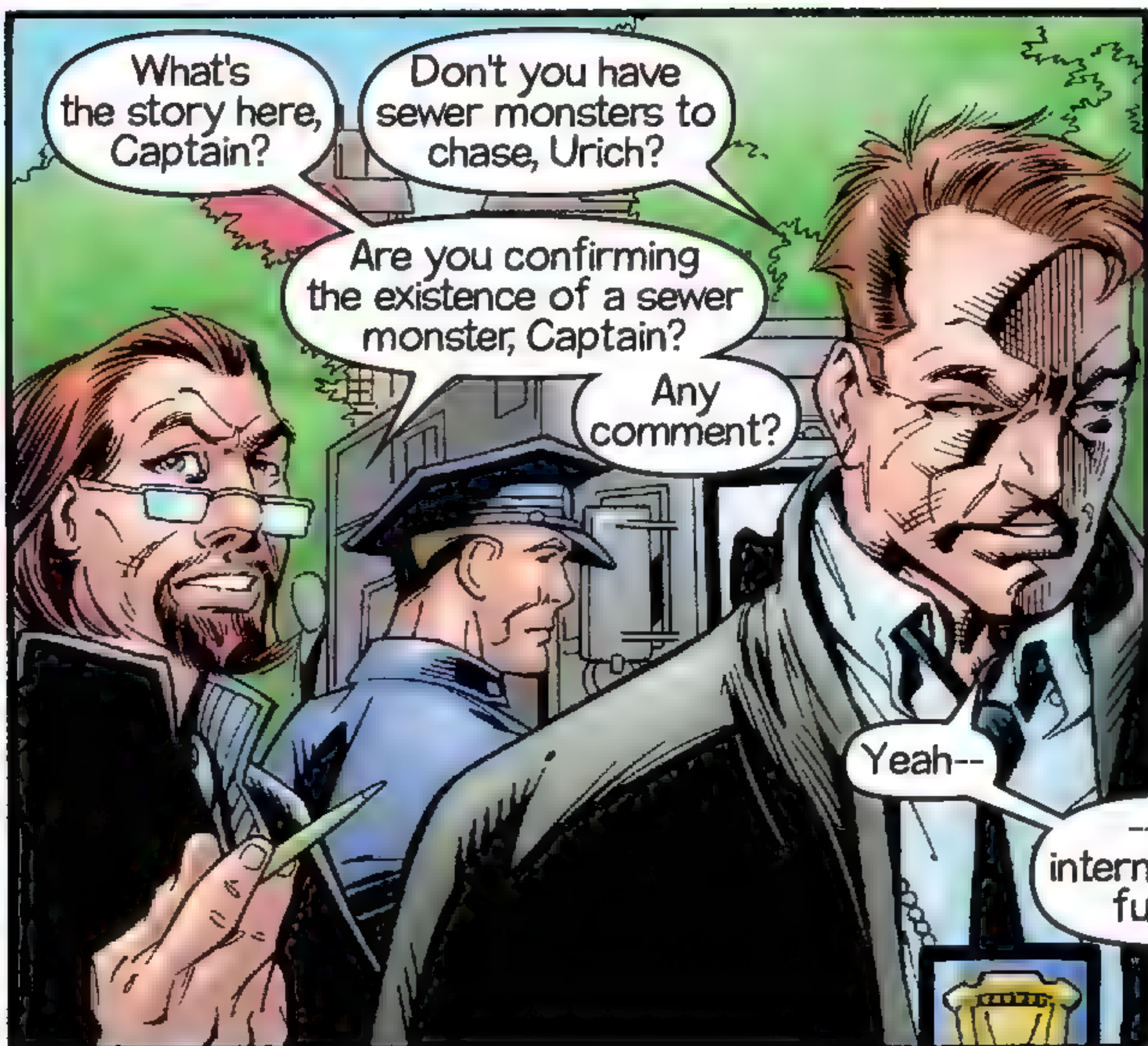


Are you serious?

You journalists...

...it's called "The Big Picture."

Look it up.



What's the story here, Captain?

Don't you have sewer monsters to chase, Urich?

Are you confirming the existence of a sewer monster, Captain?

Any comment?

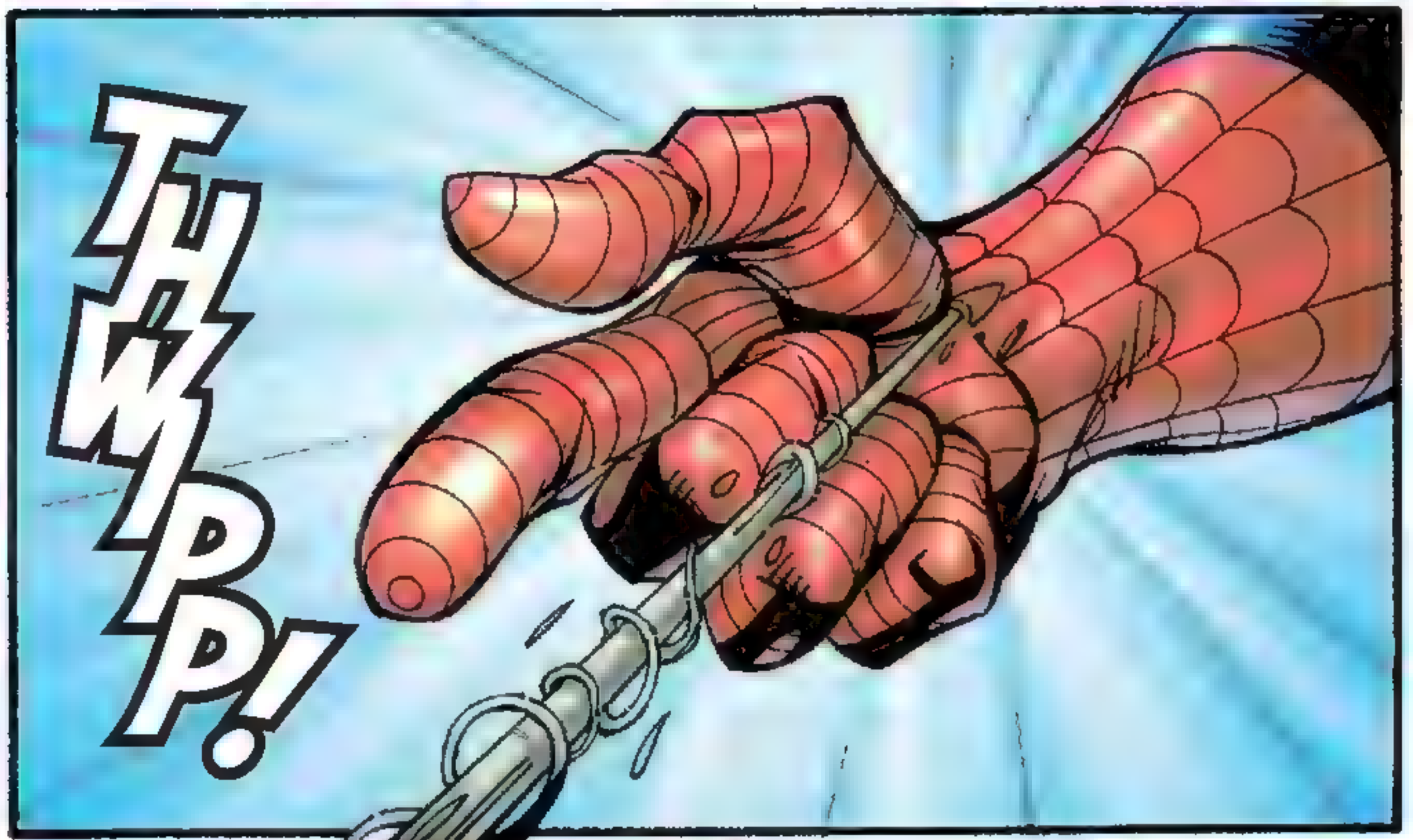
Yeah--

--the internet is the future.

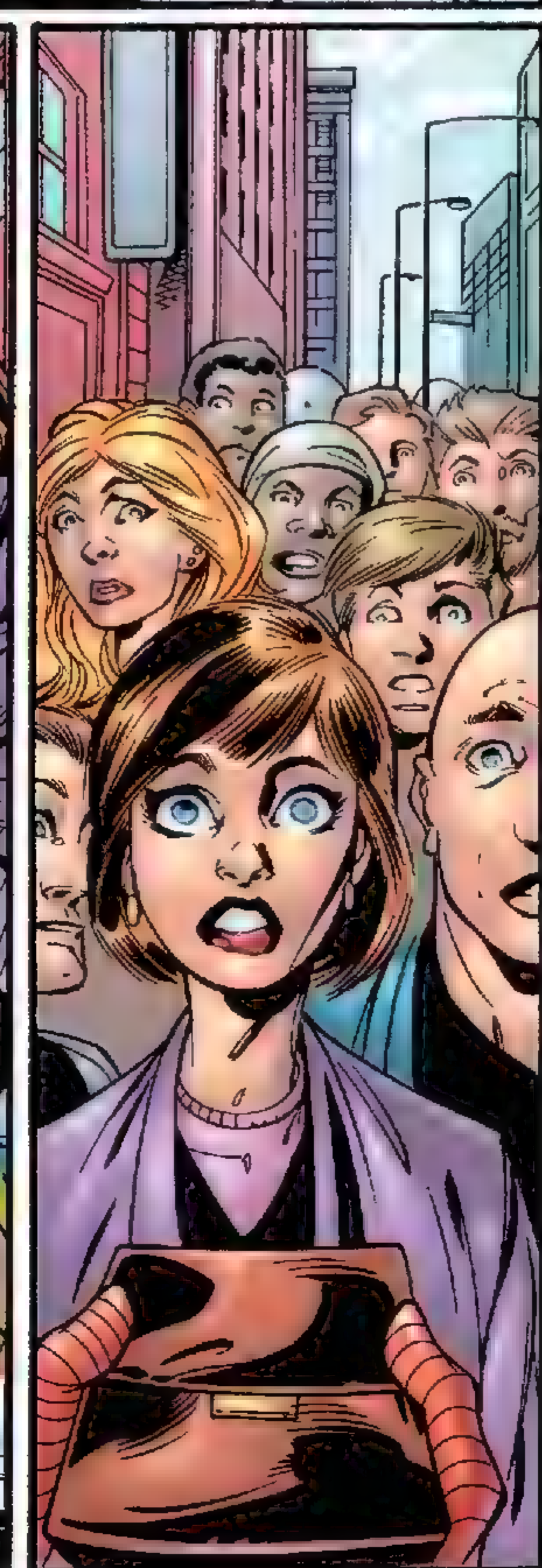
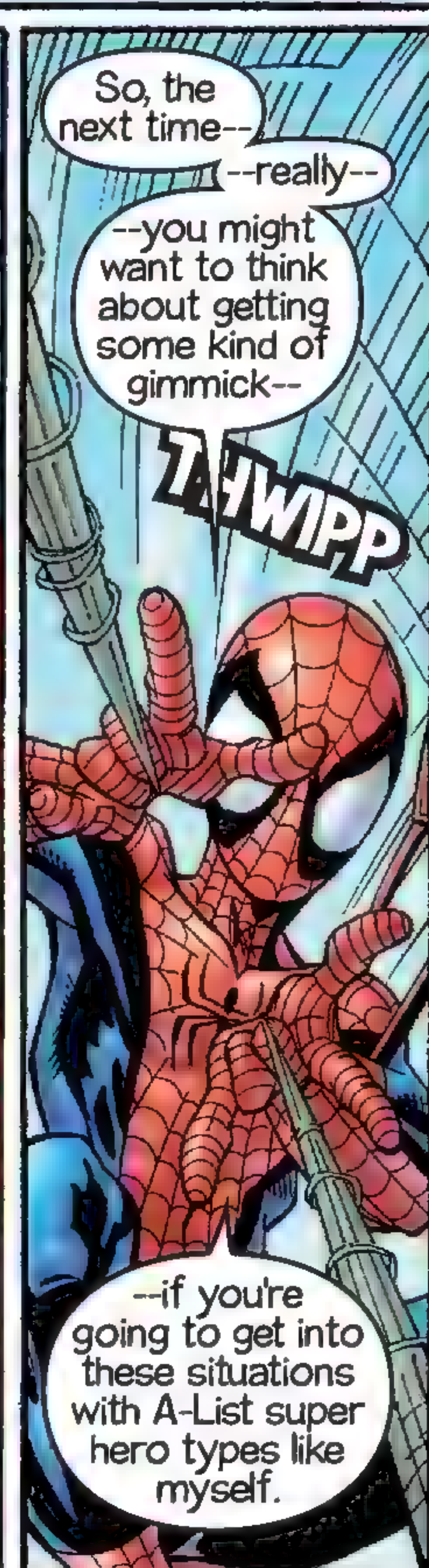
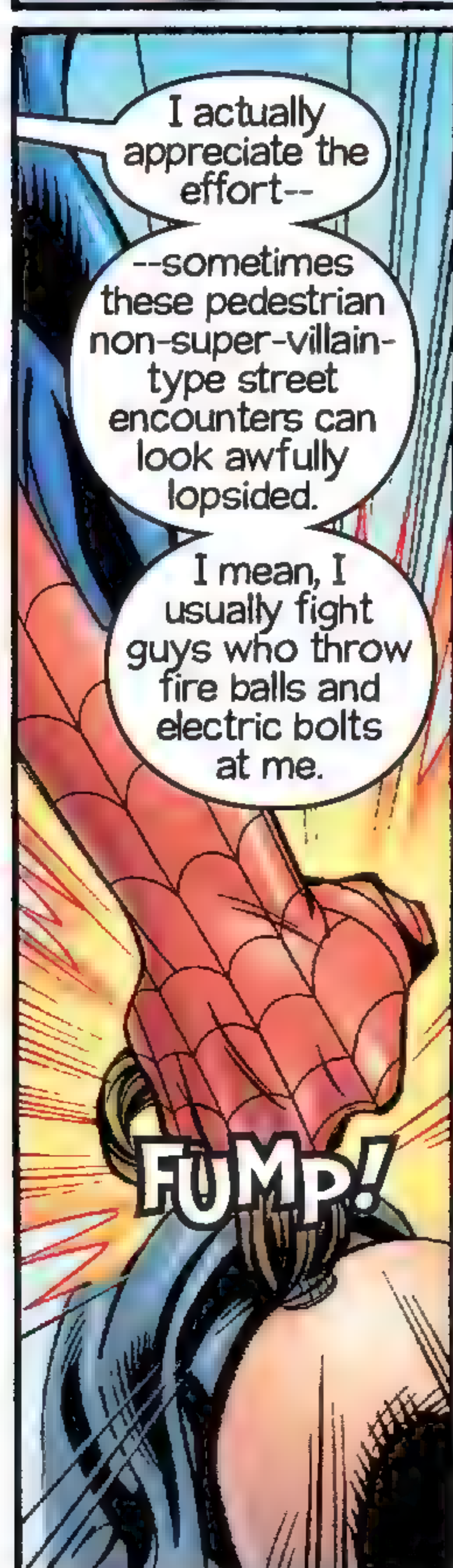
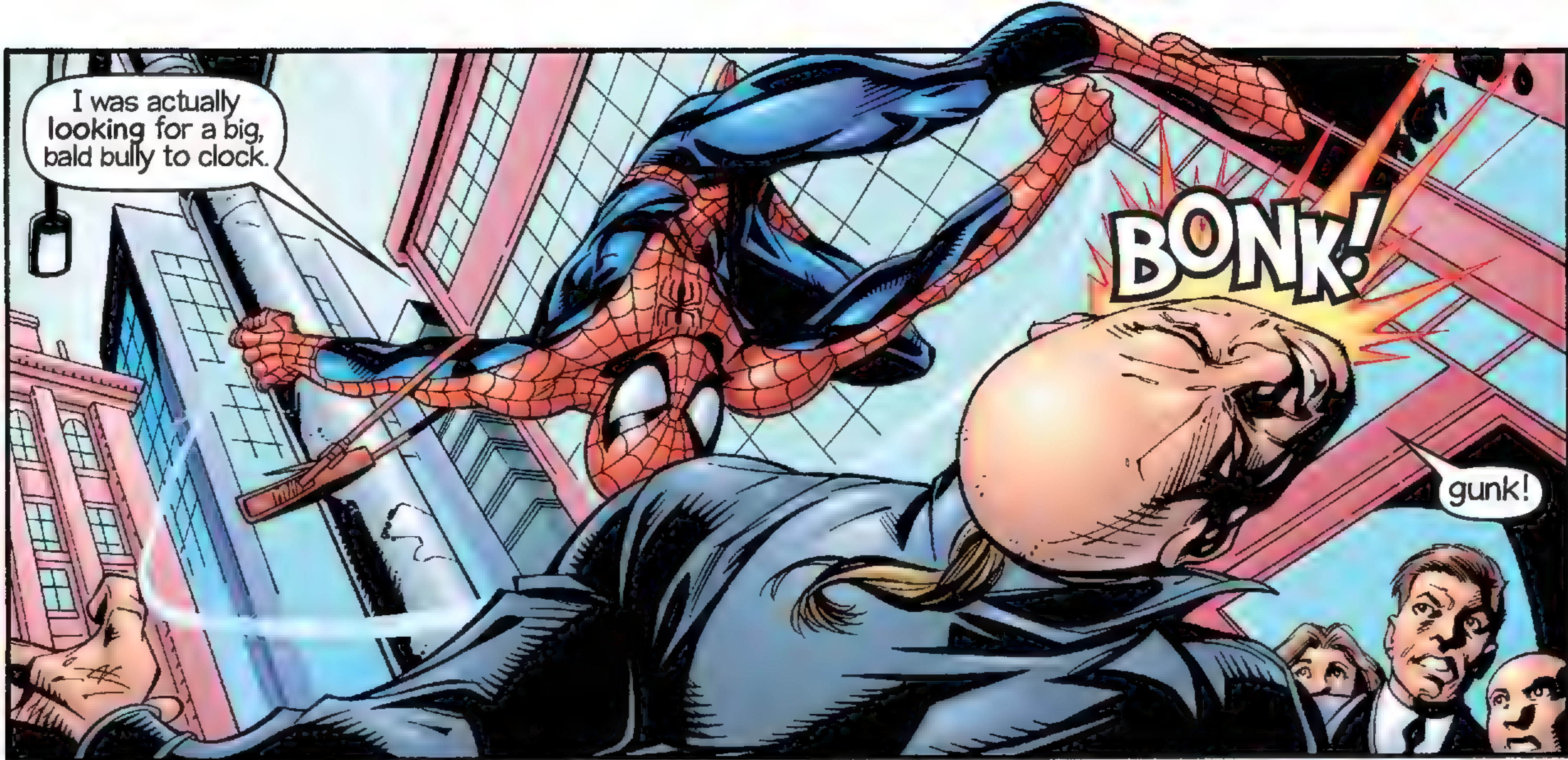


But don't quote me.

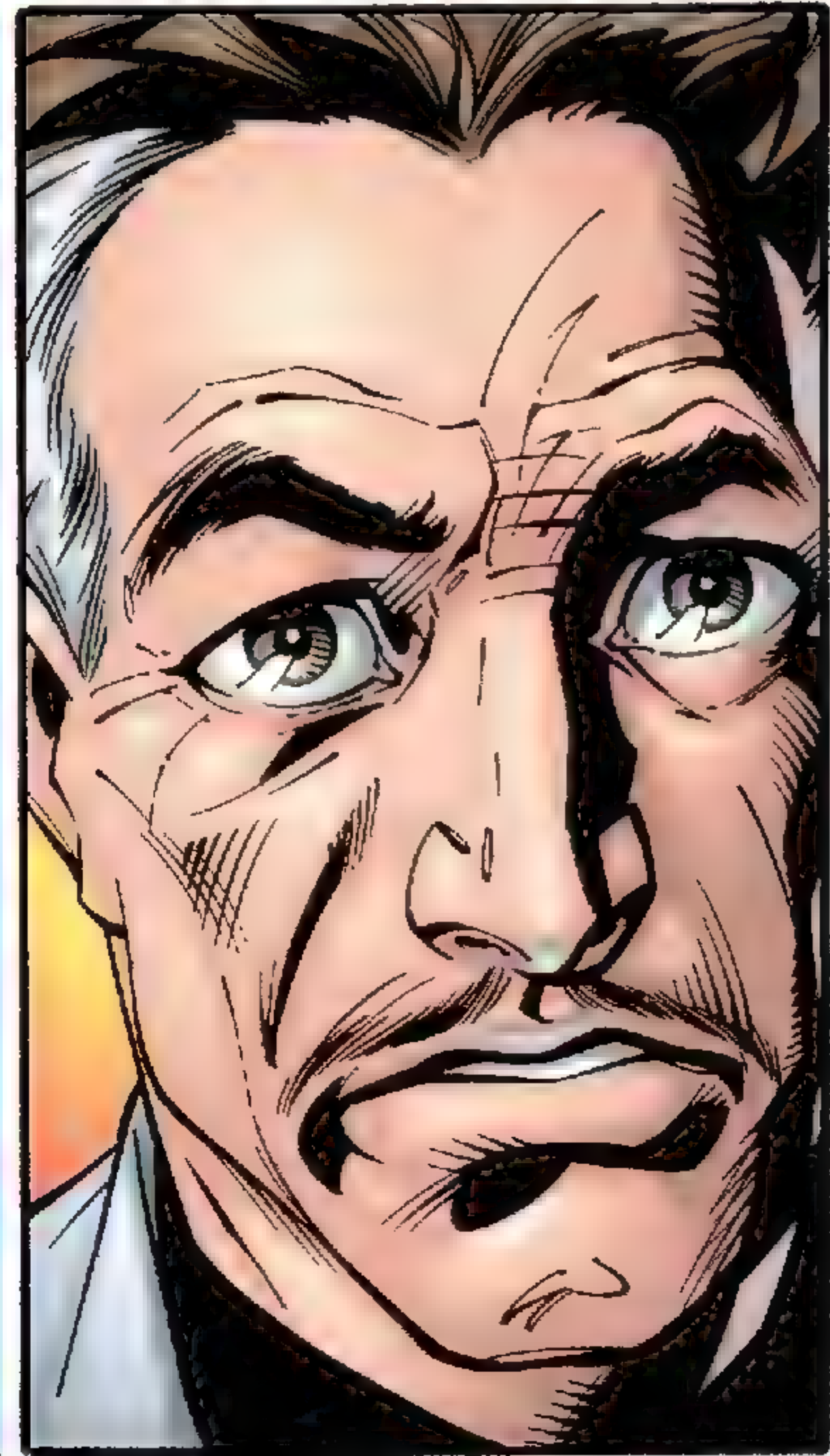




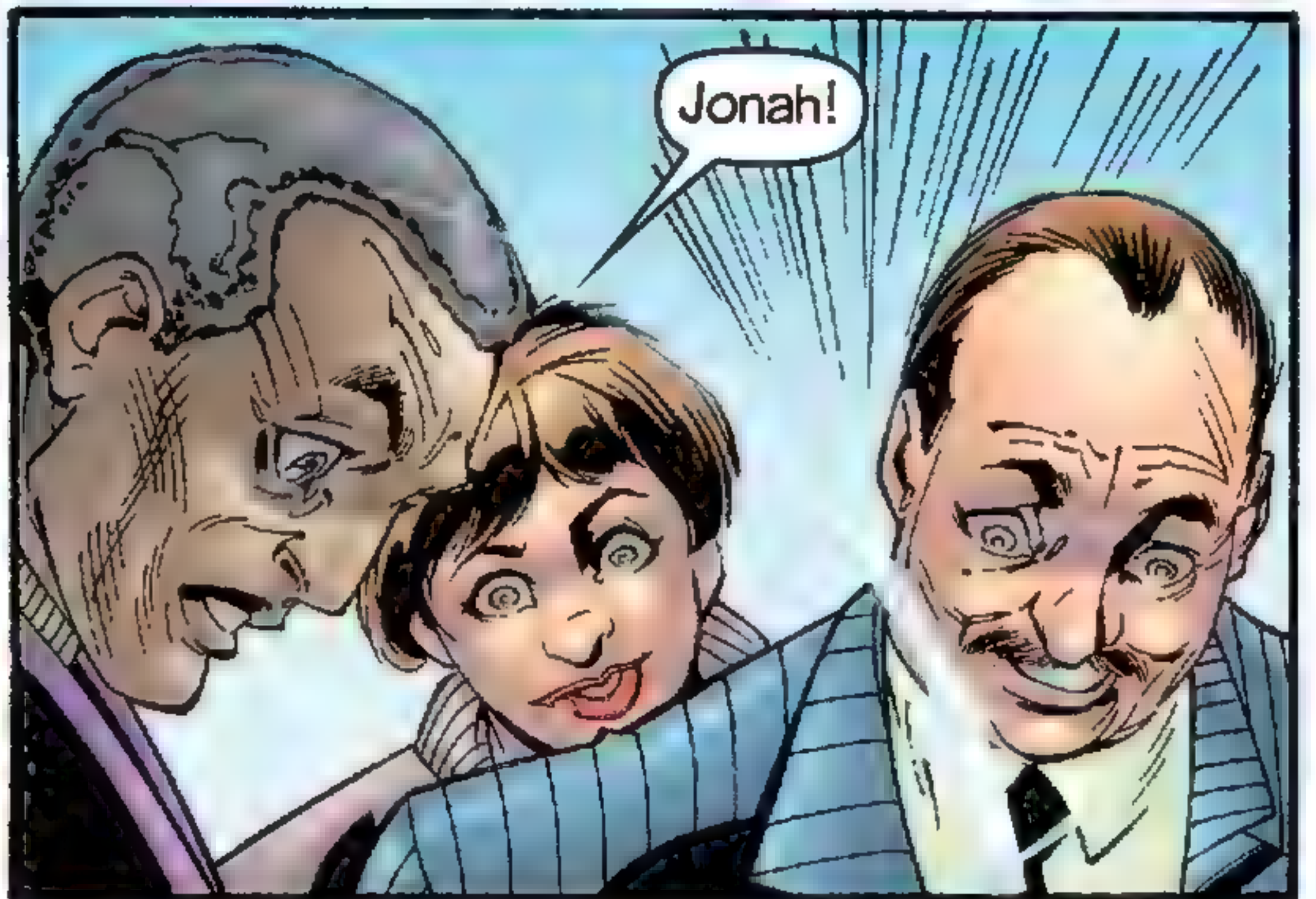




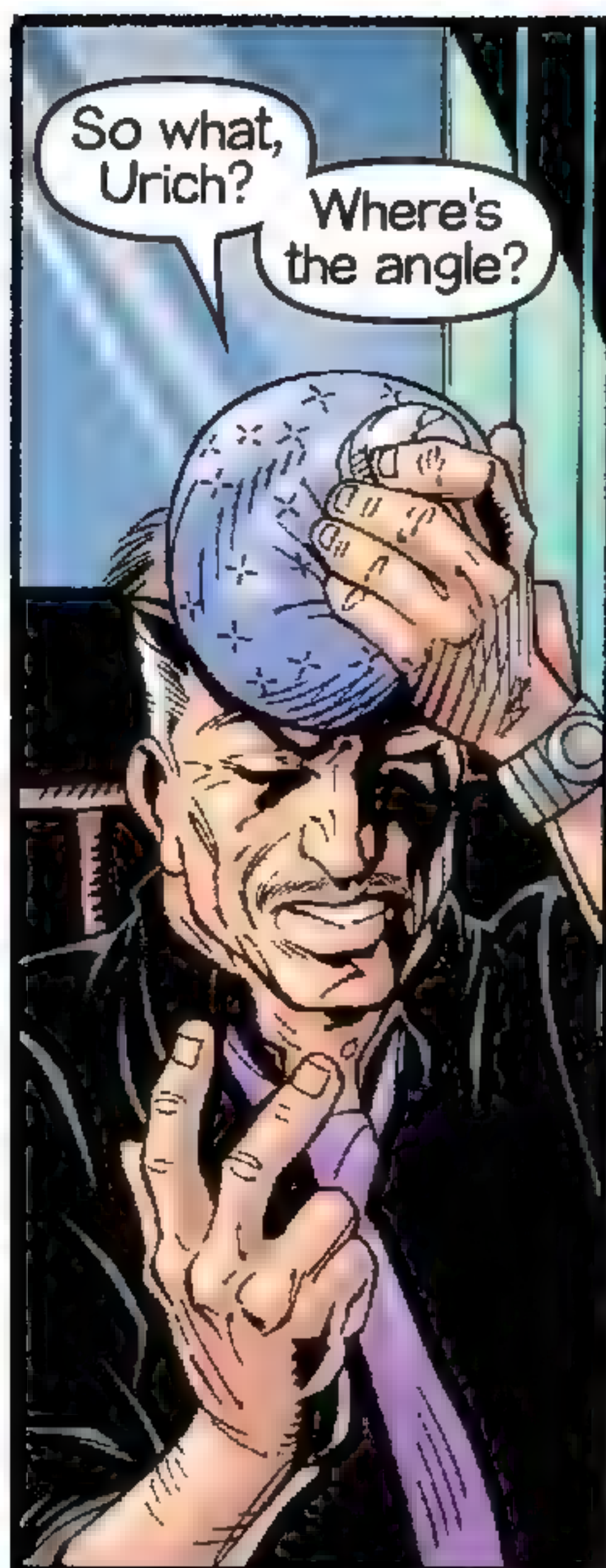












So what, Urich?  
Where's the angle?



So then, I did a little background check--  
--and the person who rented the house just before this murdered woman...?  
...was Doctor Otto Octavius.  
Huh. That name is vaguely...



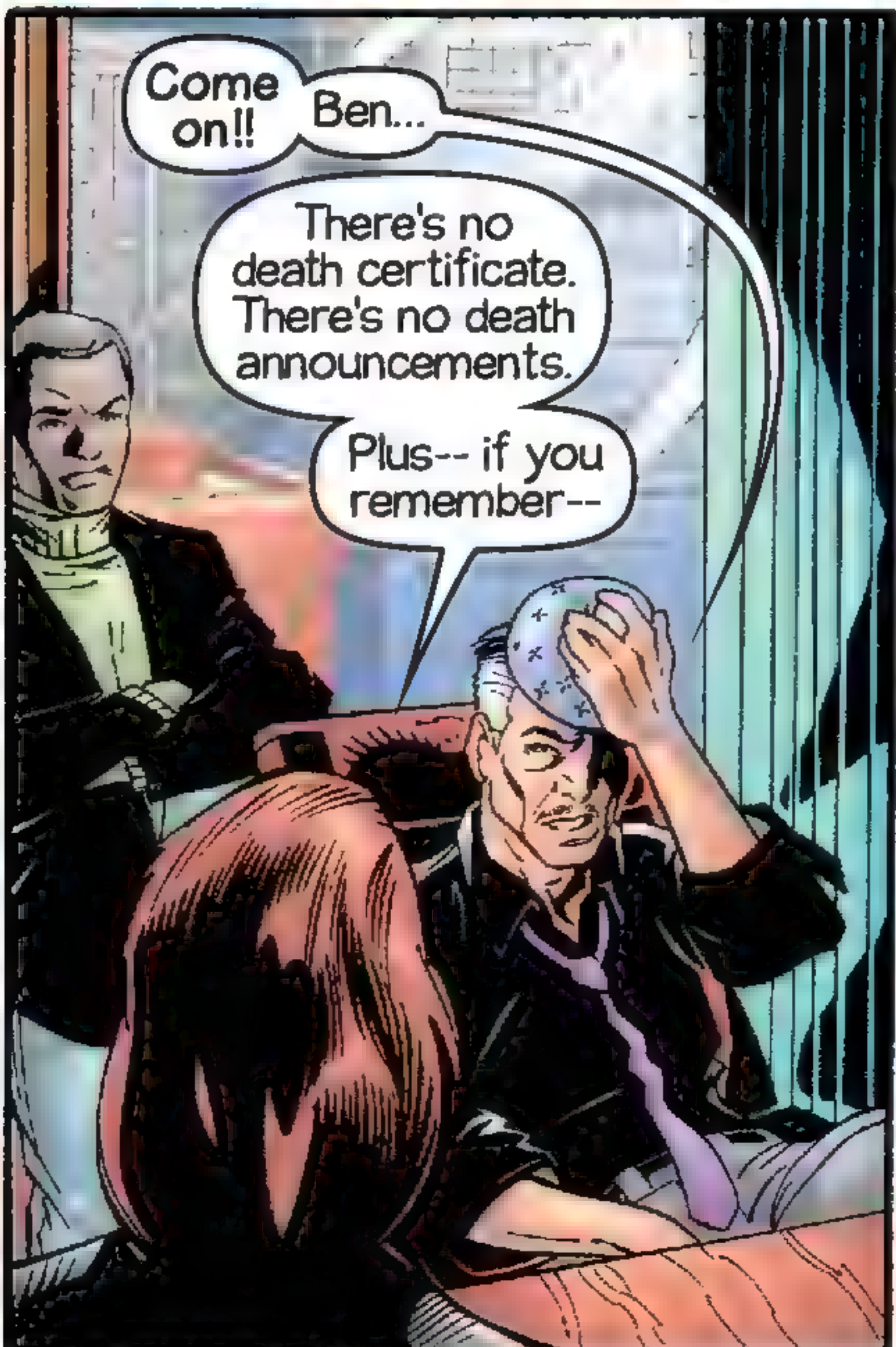
He was one of the Chief Scientists at Osborn's Industries.



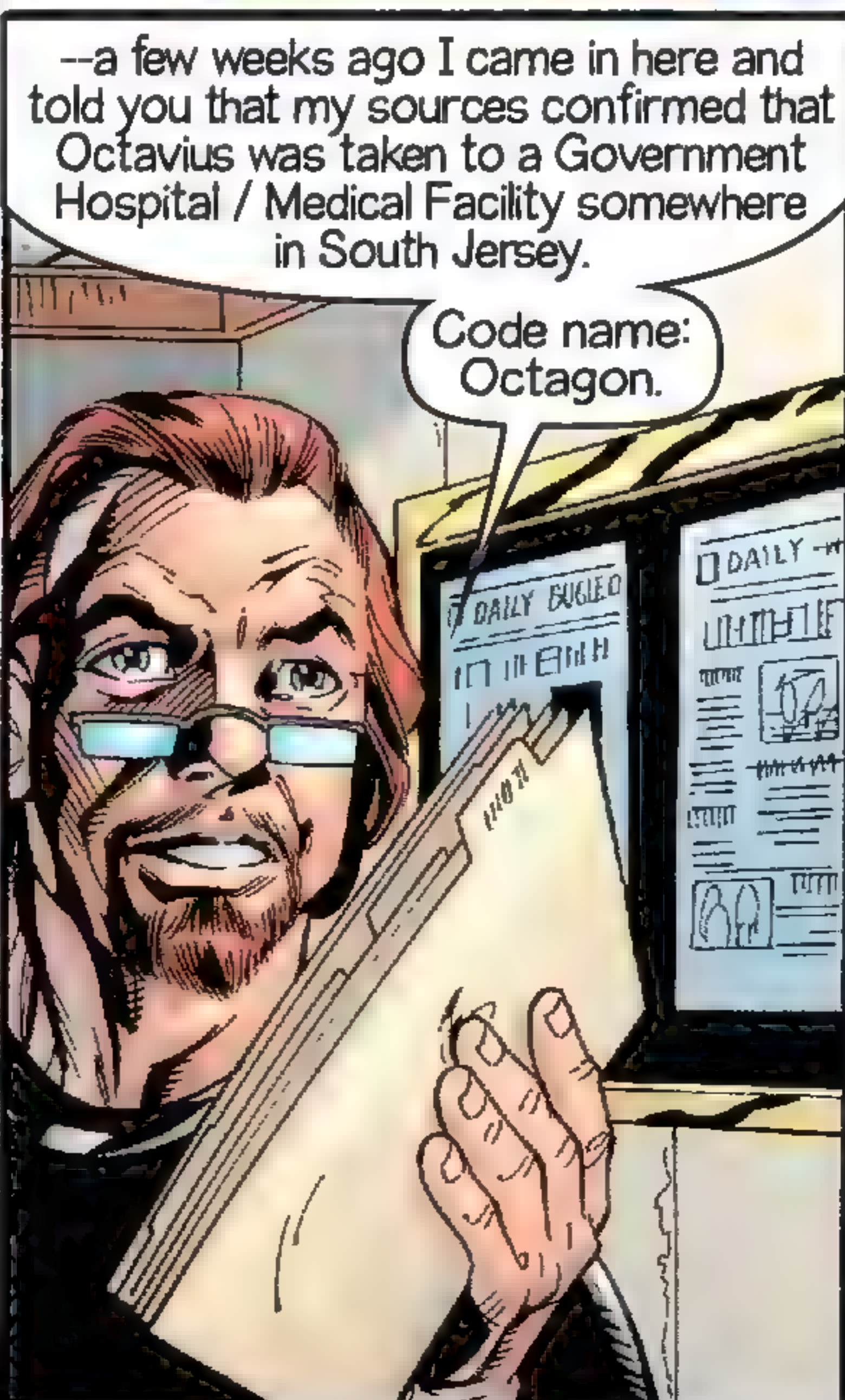
Oh yeah, right. He died in that explosion.



Aah, see.  
The thing is--  
--he didn't.

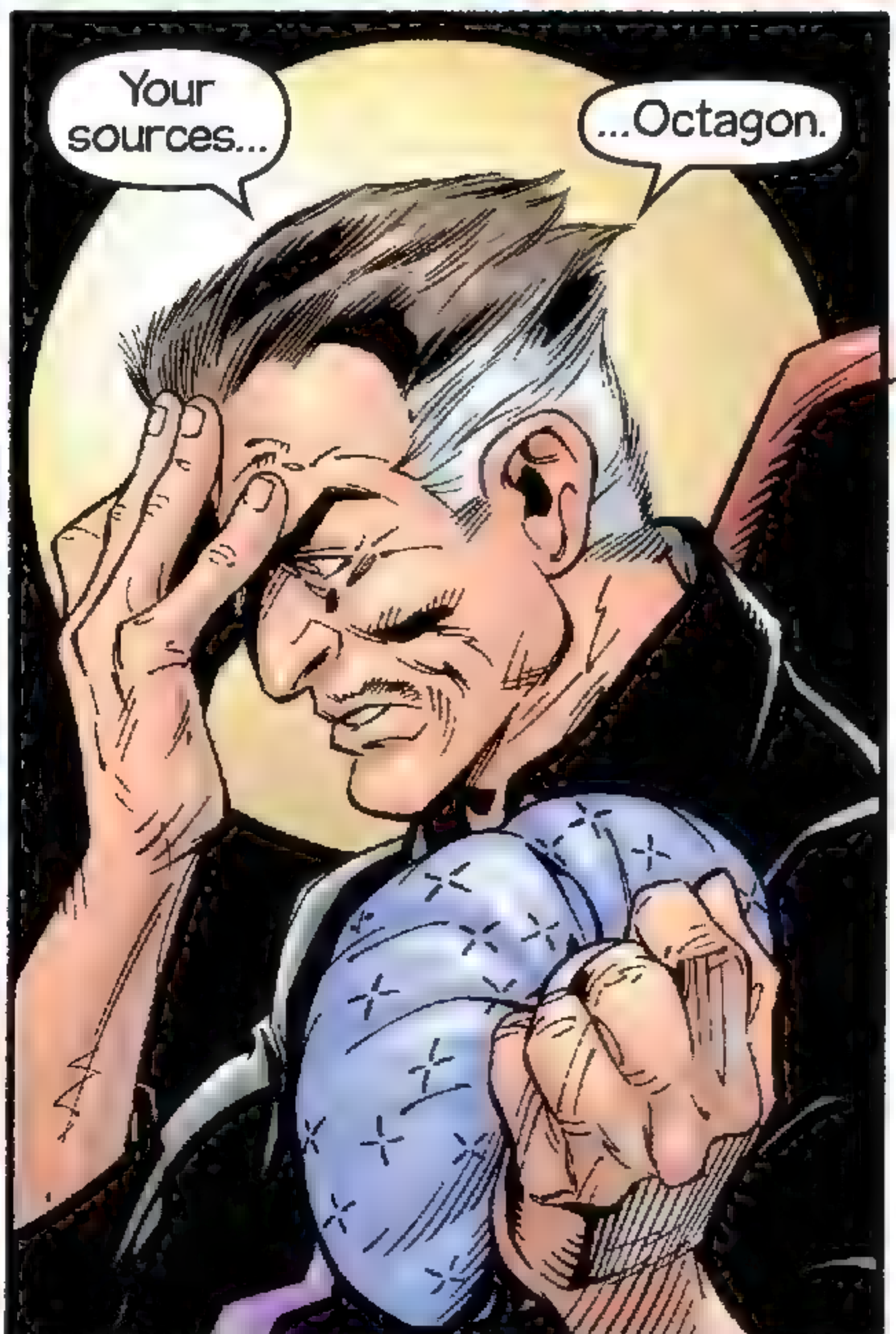


Come on!! Ben...  
There's no death certificate. There's no death announcements.  
Plus-- if you remember--



--a few weeks ago I came in here and told you that my sources confirmed that Octavius was taken to a Government Hospital / Medical Facility somewhere in South Jersey.

Code name: Octagon.



Your sources...  
...Octagon.





And -- and that same source called me out of the blue just yesterday, to tell me...

...quote..."Octavius escaped from the facility after murdering several government employees."



Where is this supposed government facility exactly?



I--I don't know, he won't say.



Ben, this story has more holes in it than a Michael Bay movie.



I'm sorry, who in this room broke the Kingpin story?

Who was that?

Raise your hands if-- Oh, Oh-- It was me?

Wow, and still I don't even get a little latitude in the five o'clock meeting.

Ben...

Jonah, you told us-- me-- to go for the big story. This could be a big story.



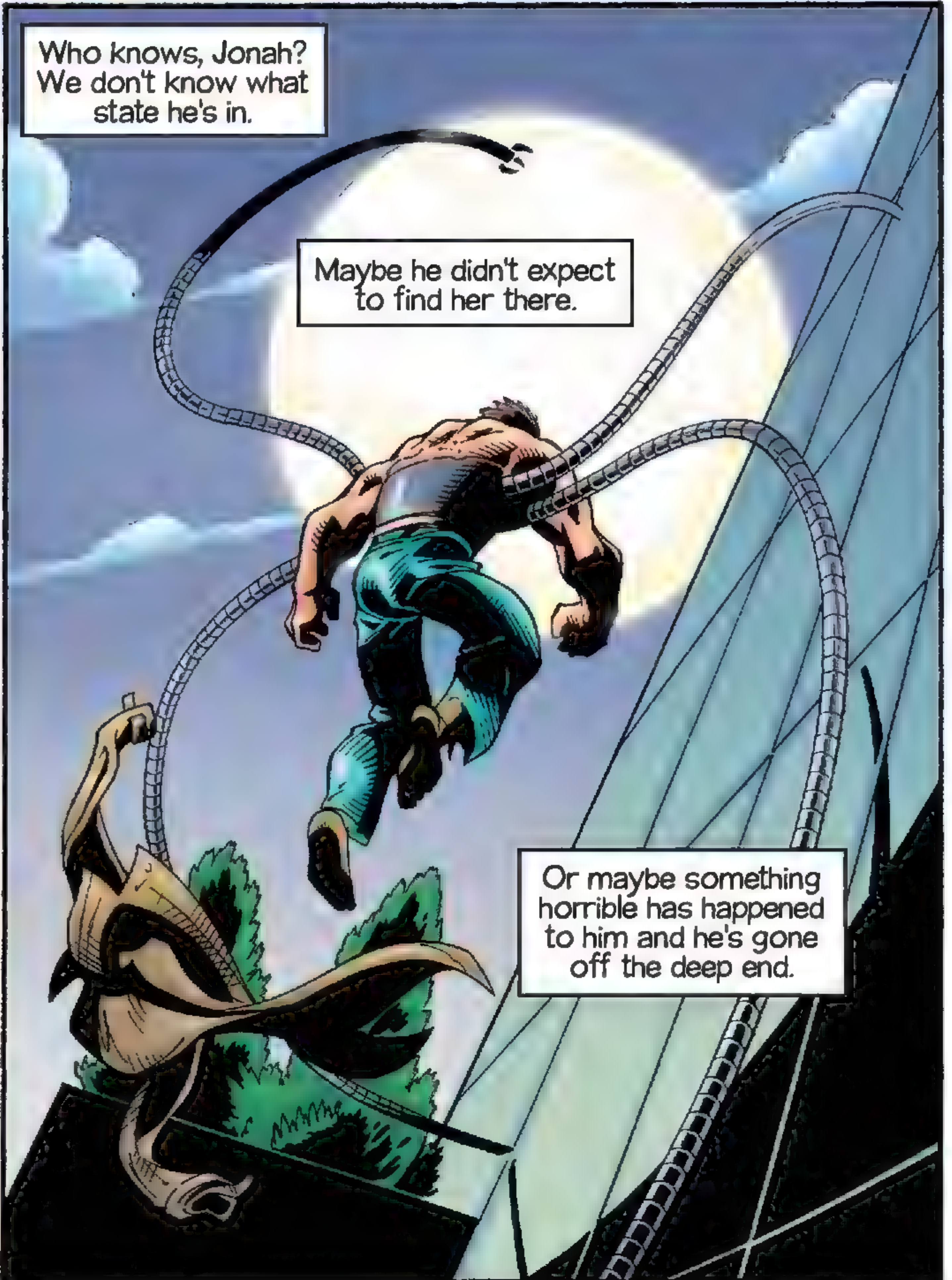
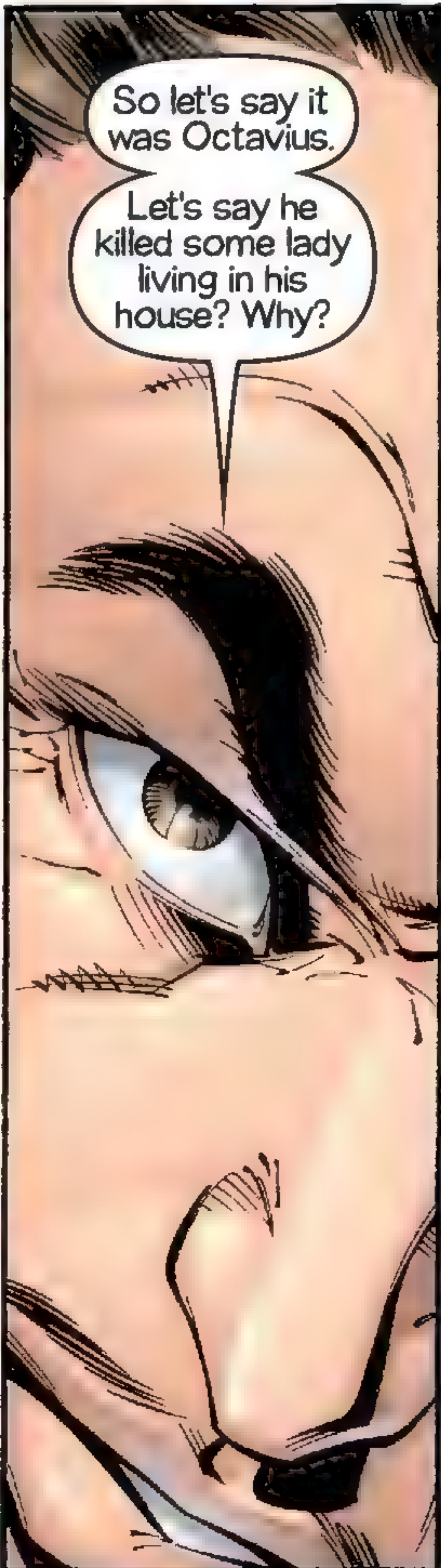
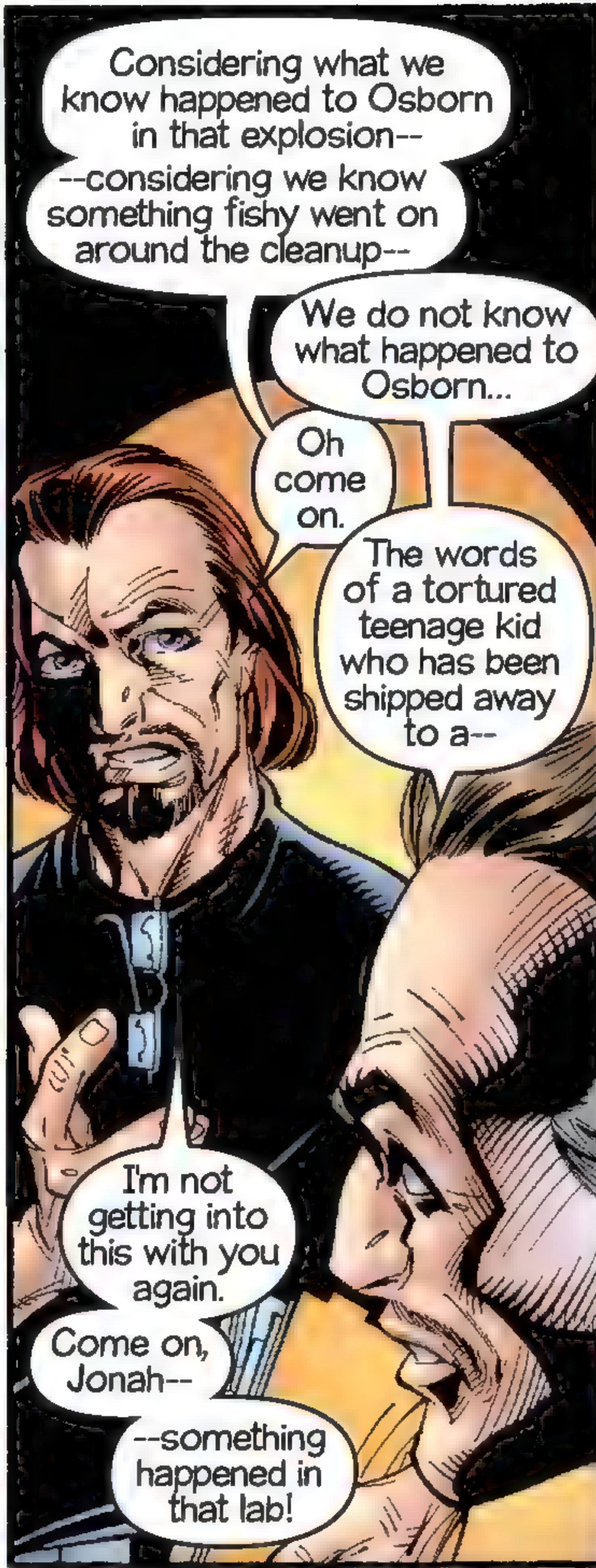
The doctor was being "observed because of complications in his condition brought on by the explosion at Osborn Industries..."



"Complications in his condition"?

What does that mean?











ISSUE

16

KRAVEN THE HUNTER

ULTIMATE

SPIDER-MAN<sup>®</sup>




BENDIS  
BAGLEY  
THIBERT

MARVEL<sup>®</sup>

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How do you sleep at night?

I'd really like to know.



Like a baby, I-- I bet.

Aahh...




But I wonder--

I wonder if in that moment just before you drift off at night--when your head hits the pillow?

I wonder if you realize, just for that second, how *evil* you truly are.

What an absolute *horror* of a human being you are.




What?

Oh please, don't, don't insult me with your sleazy used car salesman talk.

I know it was you.

I know you tried to kill me.



It's just so hard to--it's just so hard to think.

Blurry.

Nauseous every time I try to focus.

My body--my whole body hurts.

My arms.

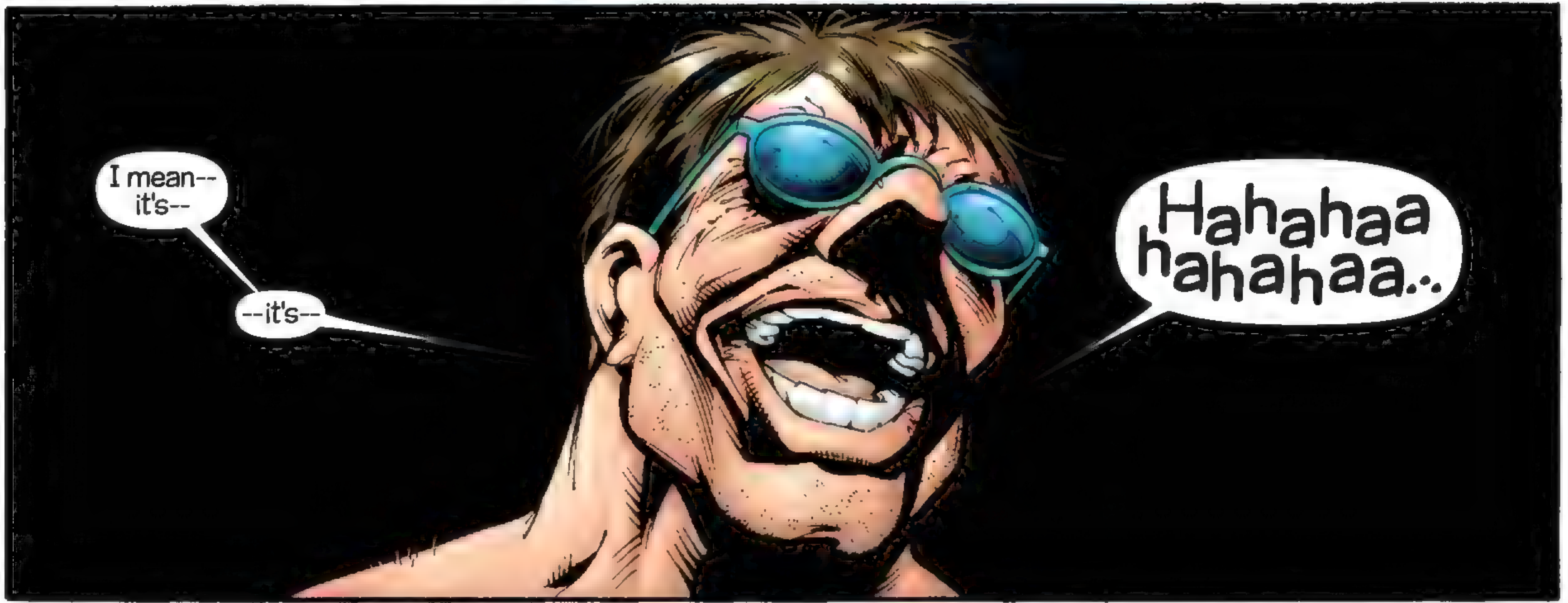




No...I  
trusted  
you.

I trusted  
you and now  
look at me.

Look at  
what a nightmare  
my life is because  
of you.



I mean--  
it's--

--it's--

Hahahaha  
hahahaha..



It's funny  
if you think  
about it--  
isn't it? Ha!

Me  
trusting  
you.

Heehee  
heehee

Our entire  
relationship was  
based on lies  
and deceit.

Our entire  
relationship was  
you paying me  
money to give  
you information  
that doesn't  
belong to you.

And I  
gladly did  
so.



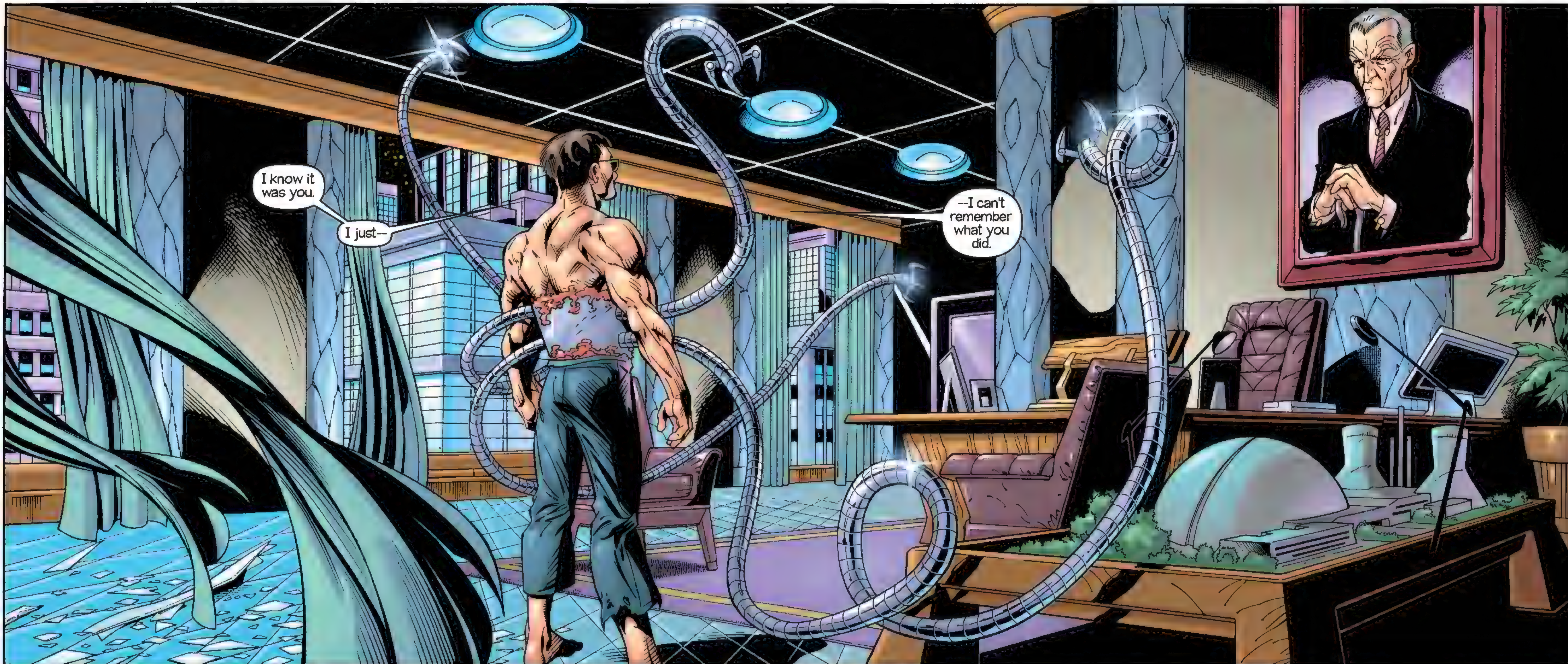
You and I  
are liars and  
cheats.

I guess you  
think you bought all  
the inside information  
about Norman Osborn  
that you could get  
from me.

You ran  
out of uses  
for me.

So you  
tried to  
destroy  
me.





I know it was you.

I just--

--I can't remember what you did.



But a little industrial *espionage* between friends was all right...

...so, what's a little industrial *sabotage*.



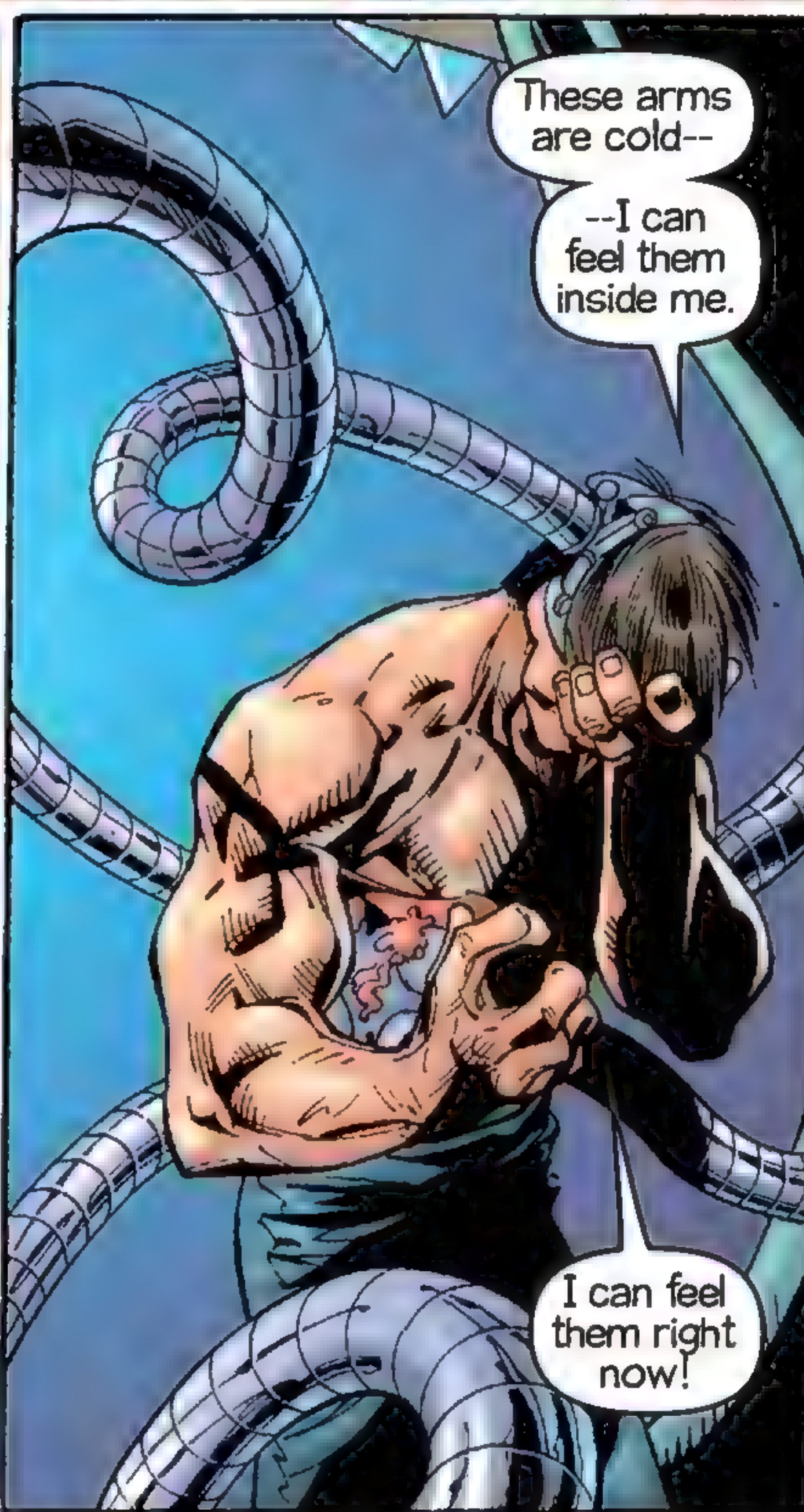
I can't--

--I can't even remember what we were working on at Osborn, can't remember, I--

--I went to the lab--to Osborn's labs--but they're destroyed.

Aahh...

It--it--it-- it hurts to--



These arms are cold--  
--I can feel them inside me.

I can feel them right now!



But I tell you this...

...you should have made sure I was dead.

You should have made sure.

You should have taken those oily fingers and checked my pulse yourself!!







Because now  
I will not rest  
until I see you  
destroyed!!  
You hear  
me??!!

You will  
feel what  
I feel!

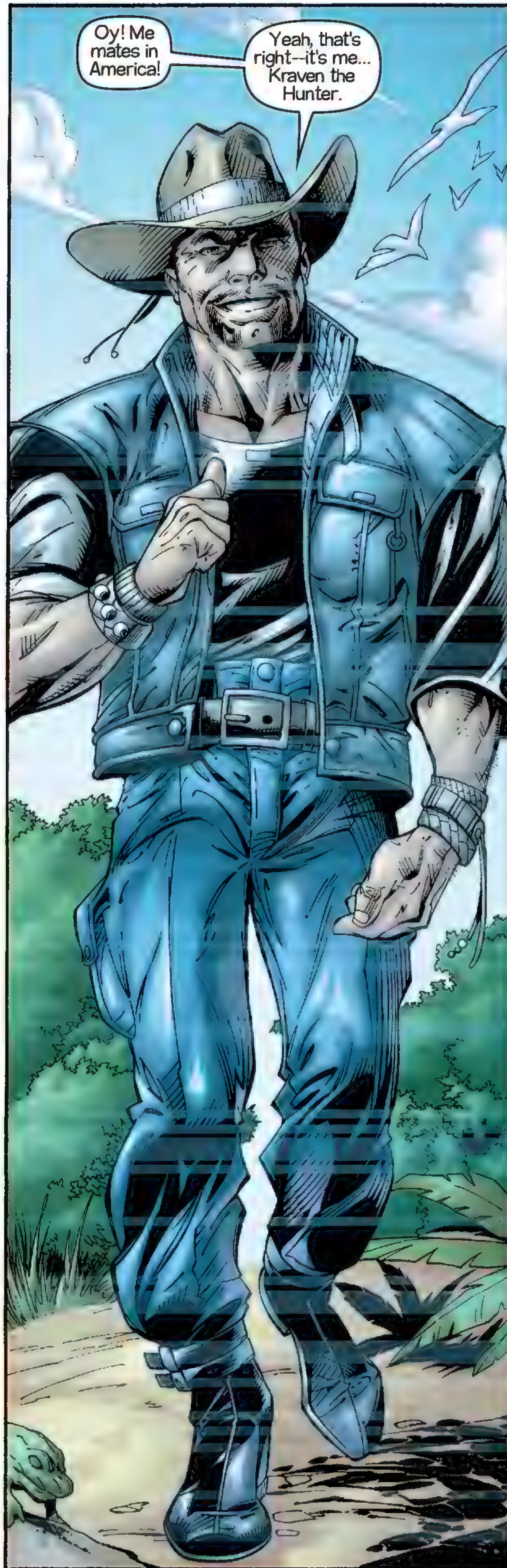
For what  
you've done  
to me!!

For  
what you've  
done to  
my life!!  
My  
life!!

I will  
do it!! I will  
ruin you!!  
Ruin  
you!!  
Ruin...  
you...

...ruin  
you...





Oy! Me mates in America!

Yeah, that's right—it's me... Kraven the Hunter.



Here in the outback of Australia you've seen me wrestle fifty-foot crocodiles.

You've seen me box wild kangaroos.

And you've seen me hunt and wrestle wild game wif me own bare hands.

But starting next week we are taking the whole show on the road and broadcasting live from America.

From the Big Apple. New York City.

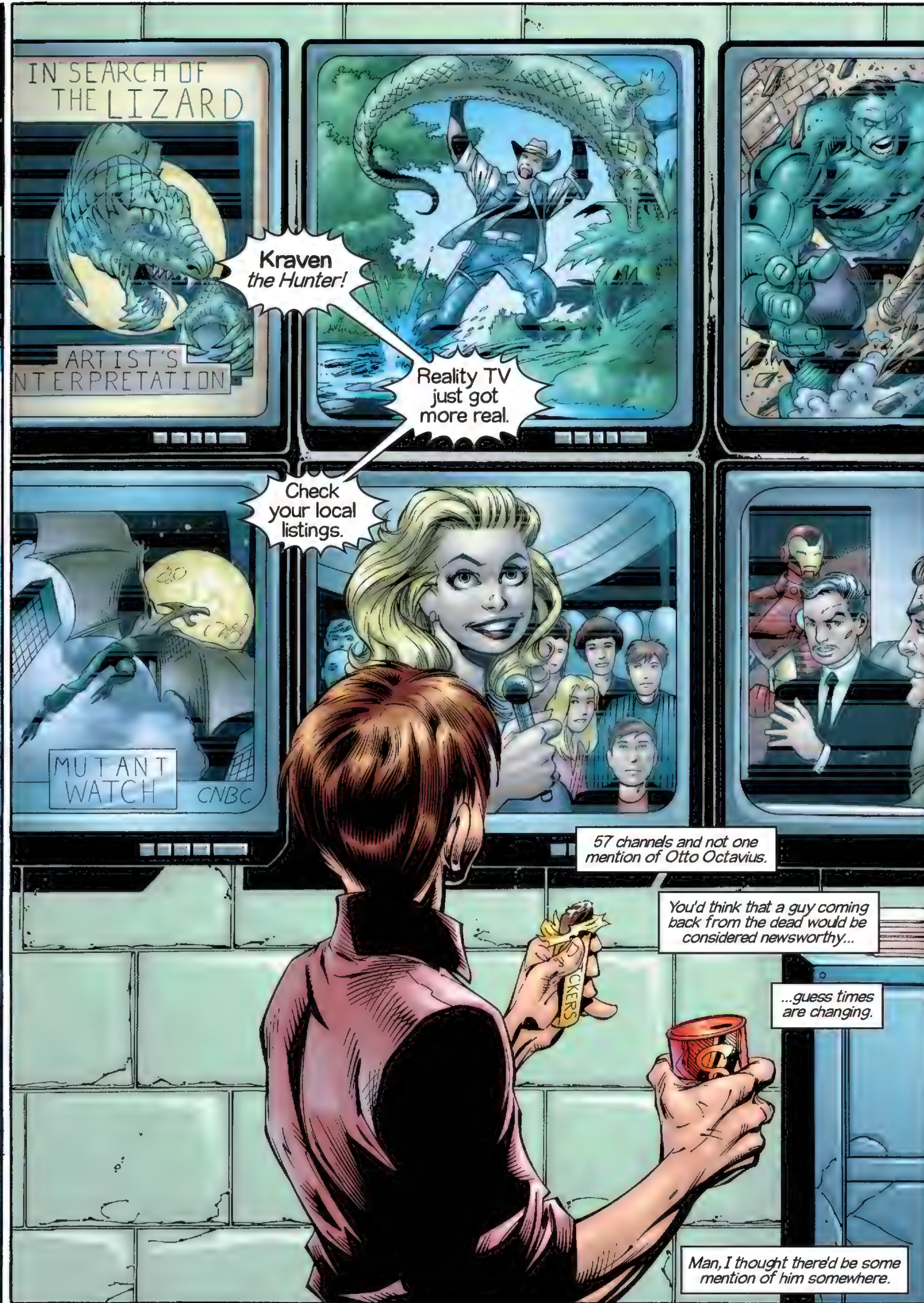
And when I get there I am going to be hunting the wildest game of them all.

What is it you ask...

...Ha! Well, all I'm going to tell you now—

—is that there isn't a creature on this planet that I can't hunt.

TSYALKER SHOW



IN SEARCH OF THE LIZARD

ARTIST'S INTERPRETATION

Kraven the Hunter!

Reality TV just got more real.

Check your local listings.

MUTANT WATCH CNBC

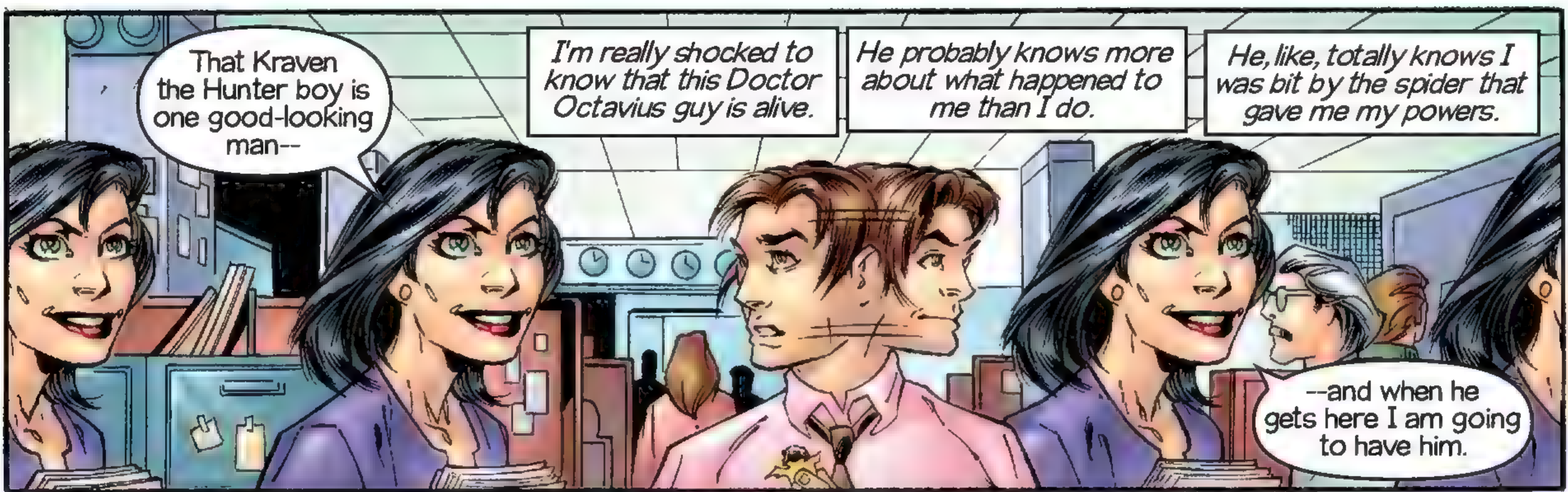
57 channels and not one mention of Otto Octavius.

You'd think that a guy coming back from the dead would be considered newsworthy...

...guess times are changing.

Man, I thought there'd be some mention of him somewhere.





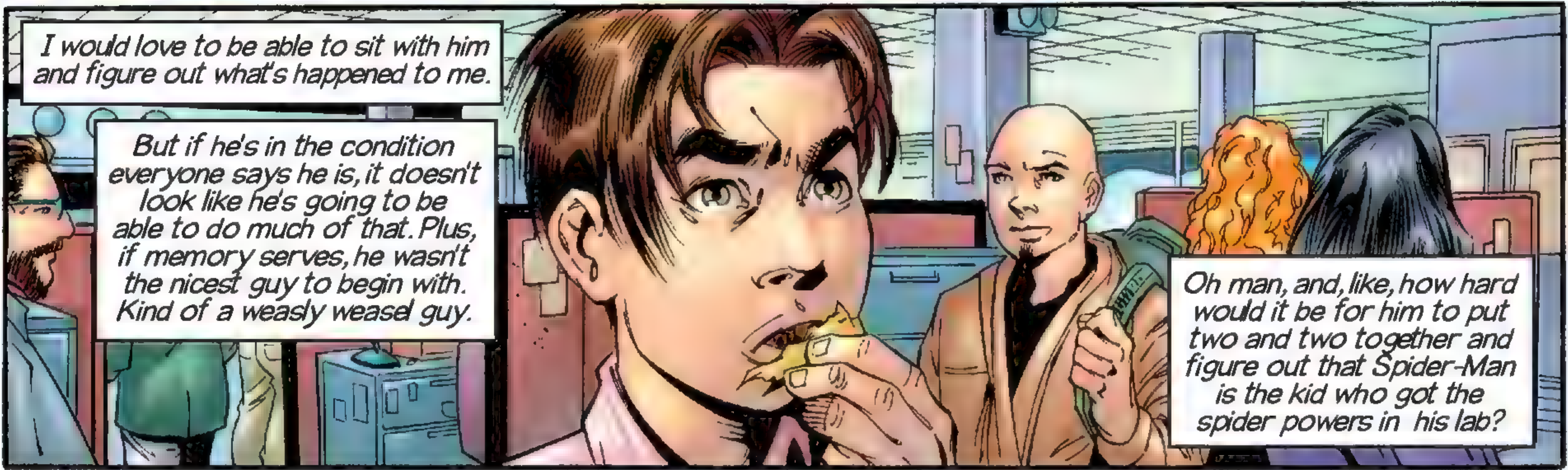
That Kraven the Hunter boy is one good-looking man--

I'm really shocked to know that this Doctor Octavius guy is alive.

He probably knows more about what happened to me than I do.

He, like, totally knows I was bit by the spider that gave me my powers.

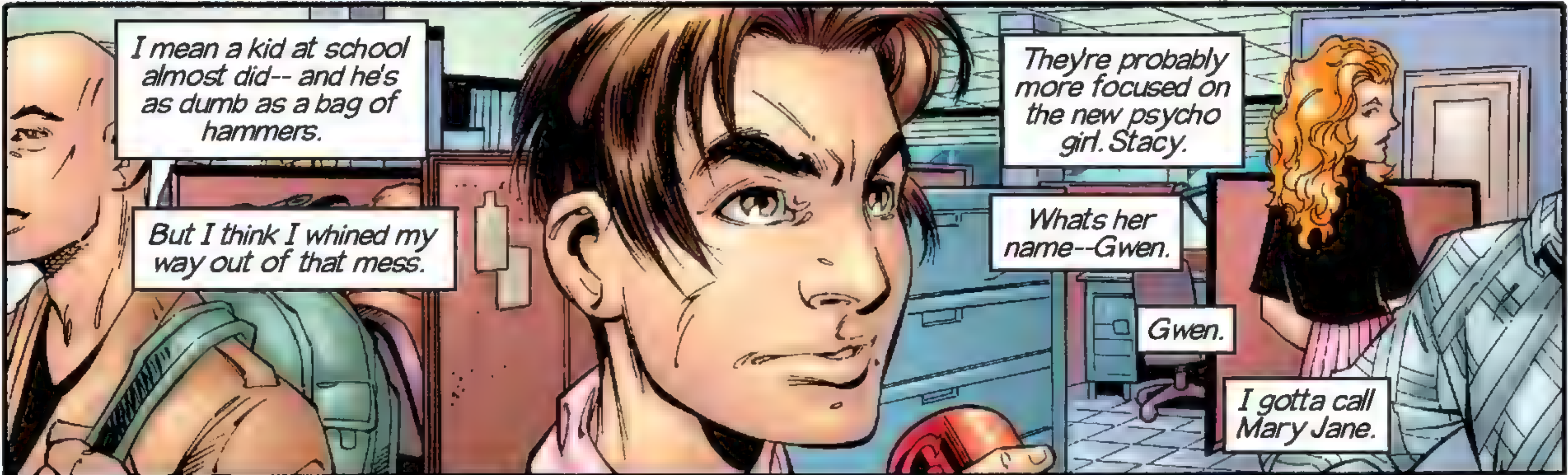
--and when he gets here I am going to have him.



I would love to be able to sit with him and figure out what's happened to me.

But if he's in the condition everyone says he is, it doesn't look like he's going to be able to do much of that. Plus, if memory serves, he wasn't the nicest guy to begin with. Kind of a weasly weasel guy.

Oh man, and, like, how hard would it be for him to put two and two together and figure out that Spider-Man is the kid who got the spider powers in his lab?



I mean a kid at school almost did-- and he's as dumb as a bag of hammers.

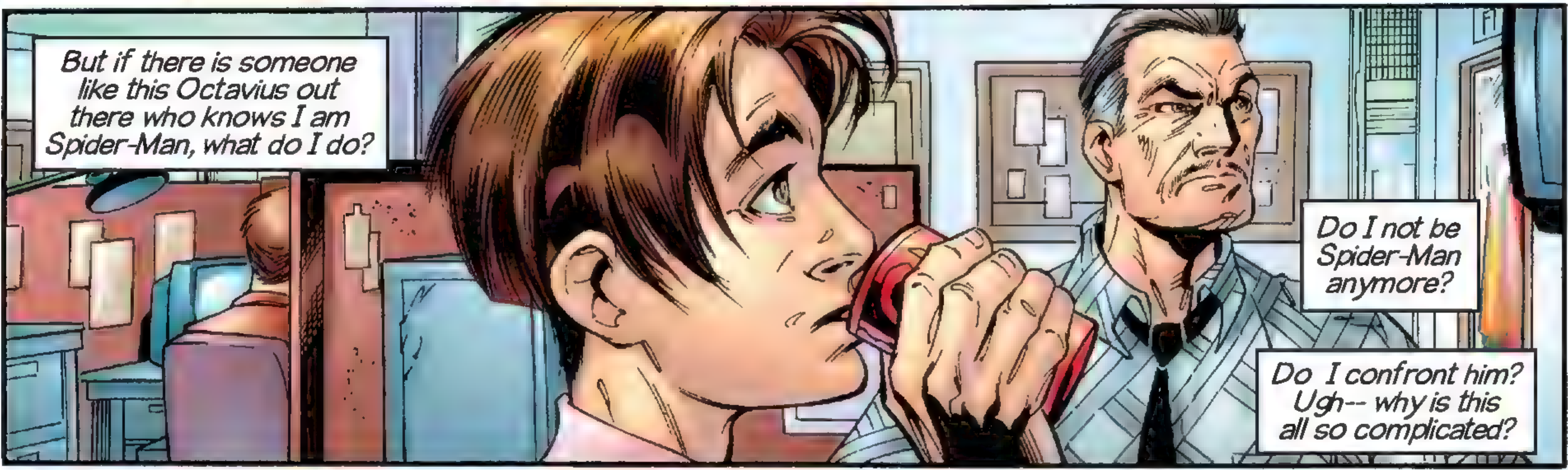
But I think I whined my way out of that mess.

They're probably more focused on the new psycho girl. Stacy.

Whats her name--Gwen.

Gwen.

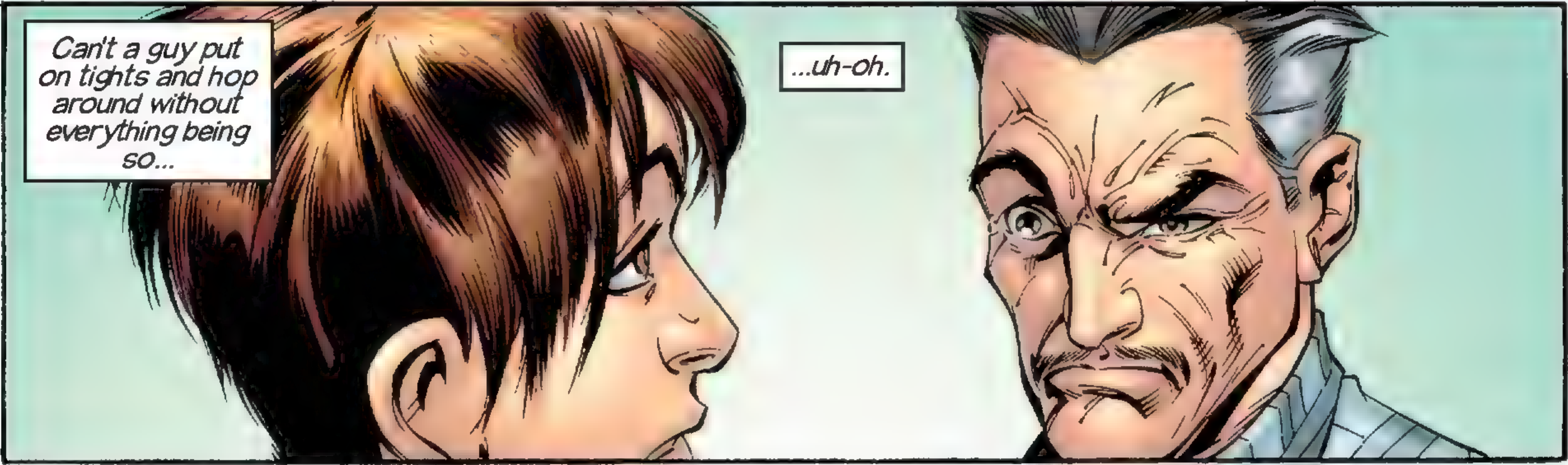
I gotta call Mary Jane.



But if there is someone like this Octavius out there who knows I am Spider-Man, what do I do?

Do I not be Spider-Man anymore?

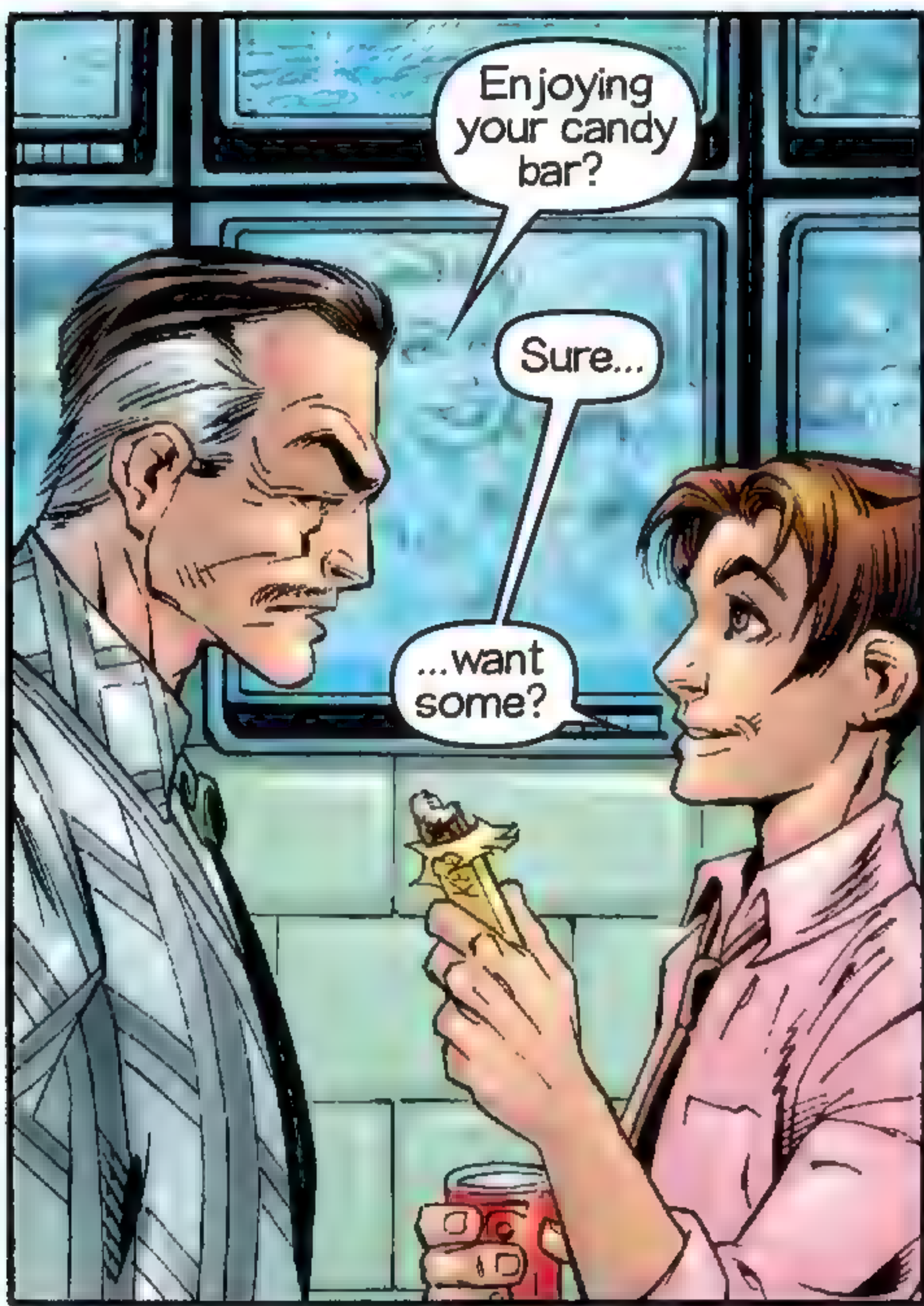
Do I confront him? Ugh-- why is this all so complicated?



Can't a guy put on tights and hop around without everything being so...

...uh-oh.

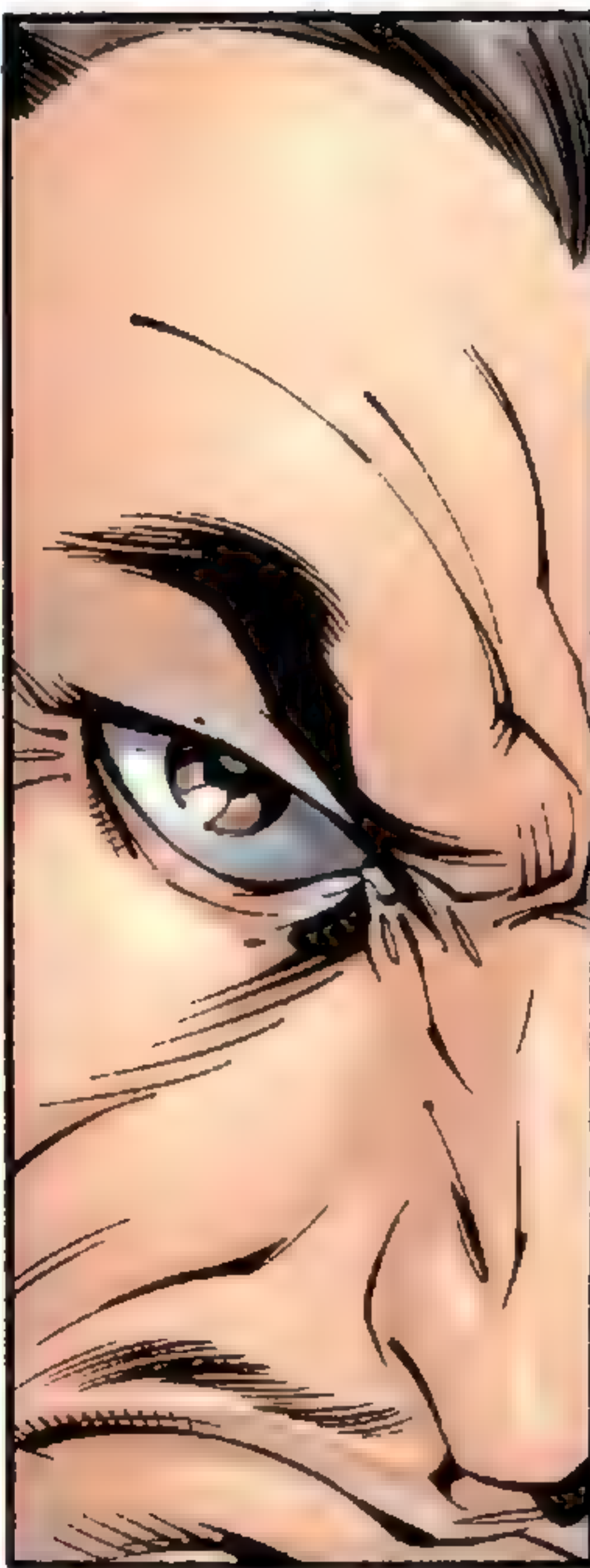




Enjoying your candy bar?

Sure...

...want some?

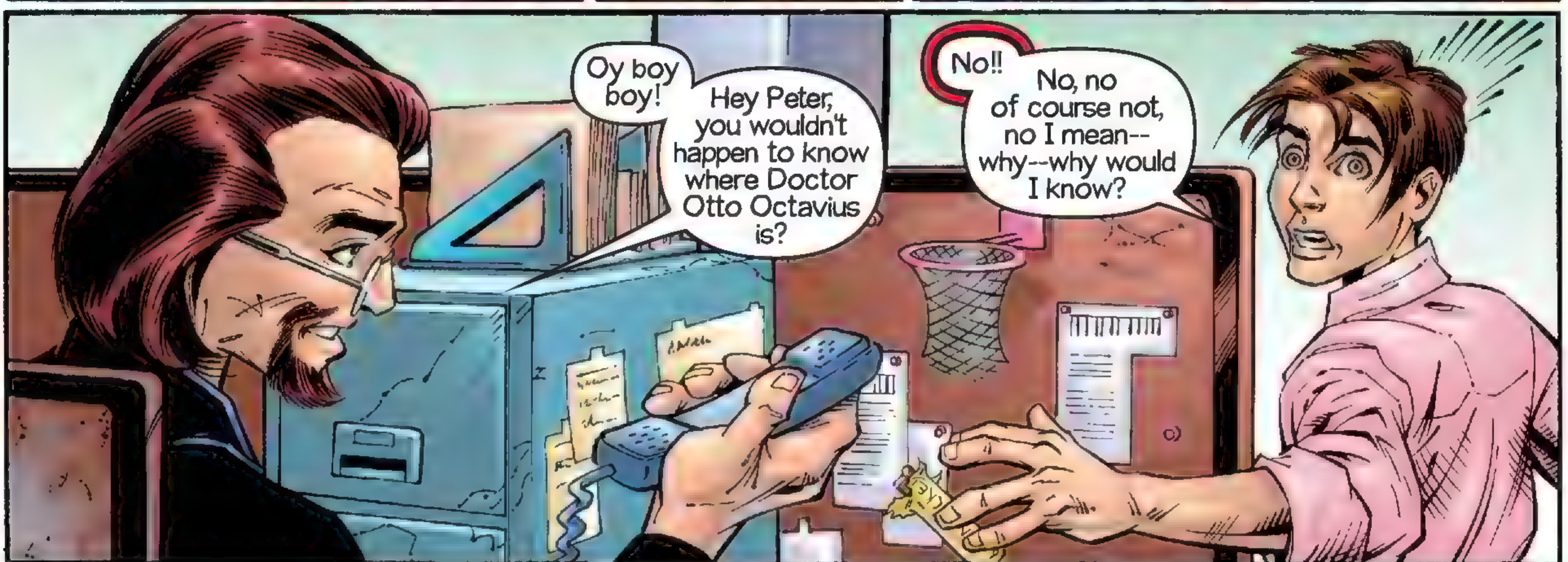


I-I was waiting for my computer to reboot.

Hello, is Captain Stacy there?

This is Ben Urich from the Daily Bugle.

Aaaaand, thanks for hanging up.

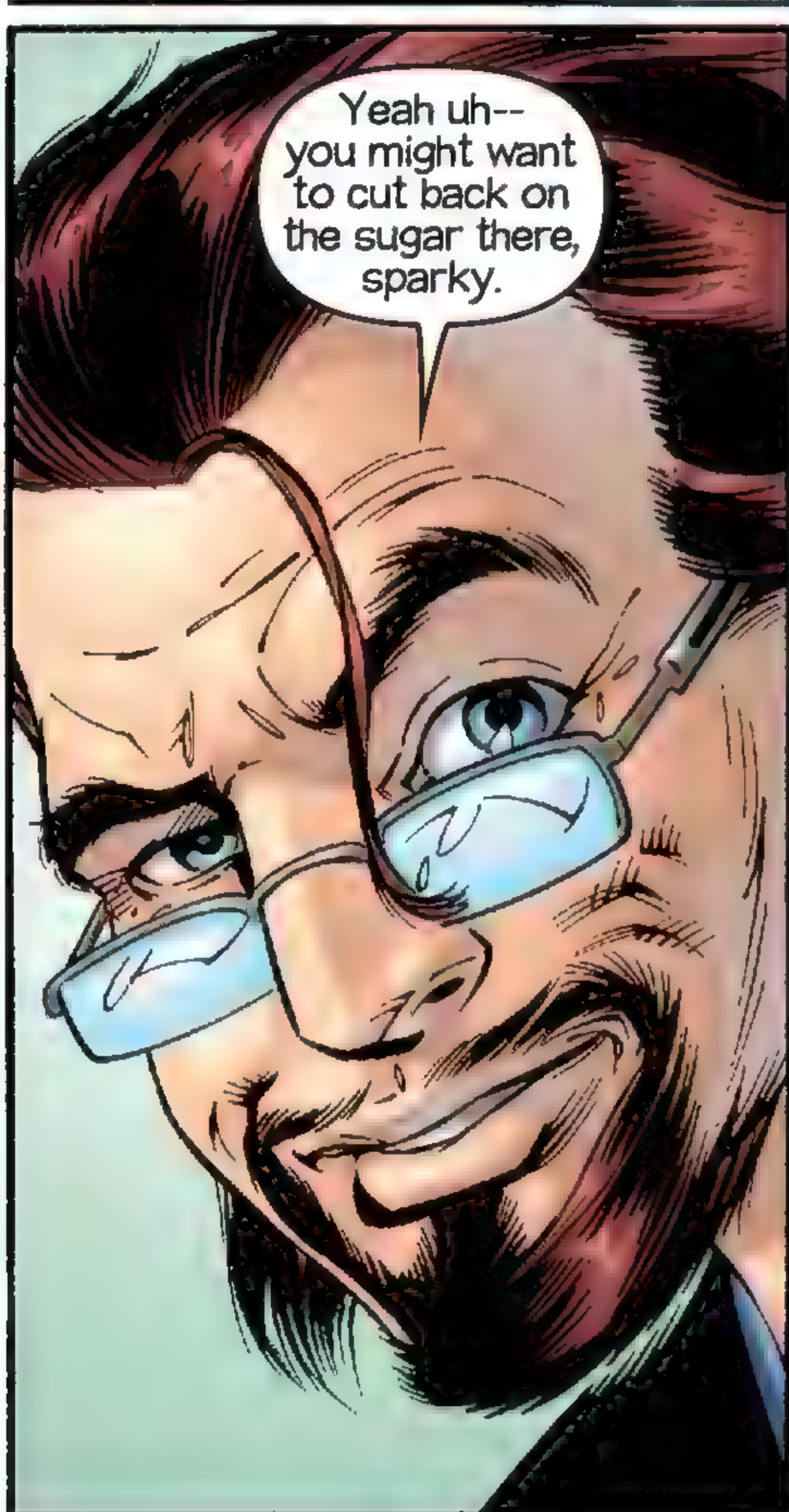


Oy boy boy!

Hey Peter, you wouldn't happen to know where Doctor Otto Octavius is?

No!!

No, no of course not, no I mean-- why--why would I know?



Yeah uh-- you might want to cut back on the sugar there, sparky.



Is Captain Stacy there?

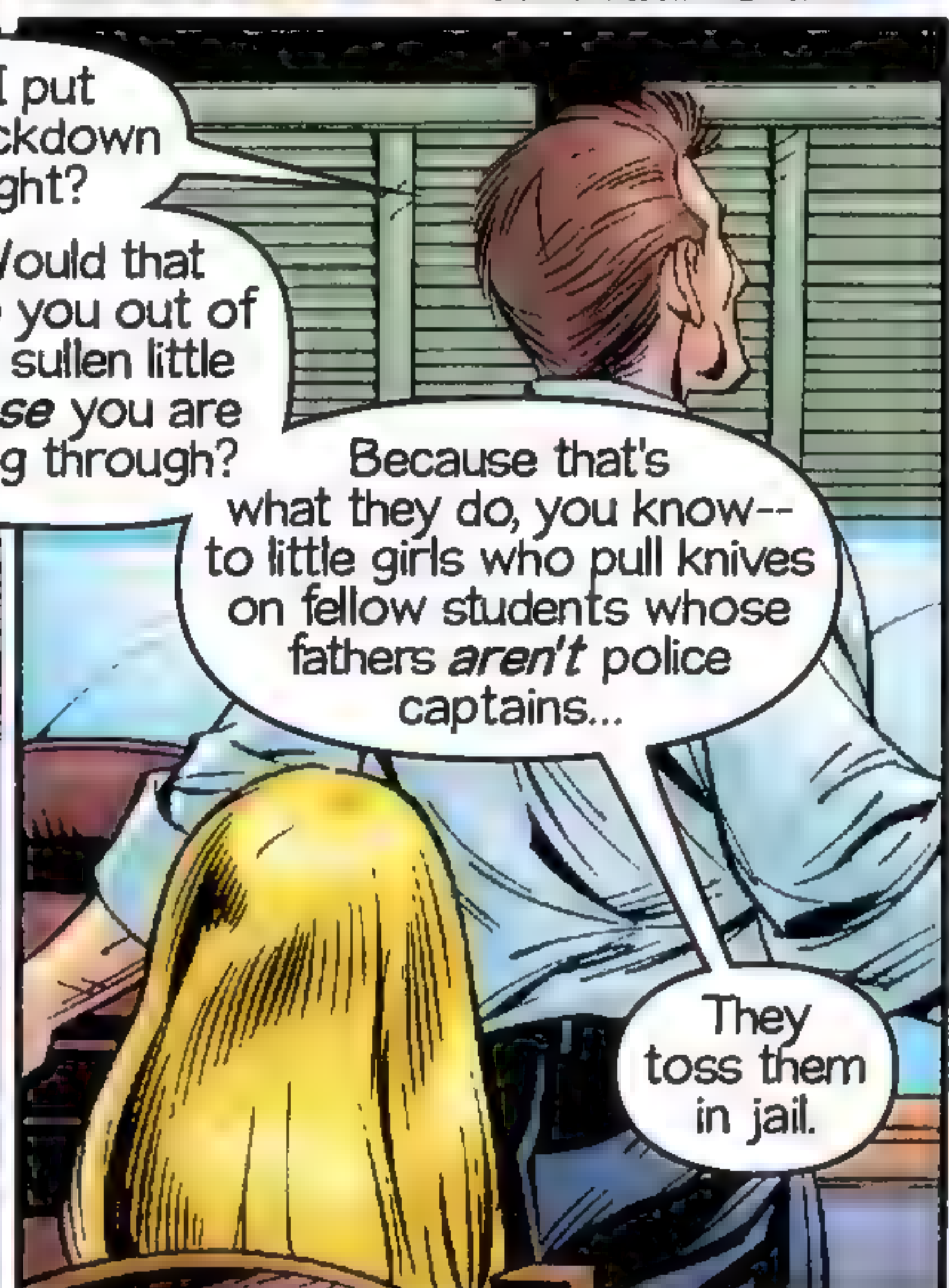
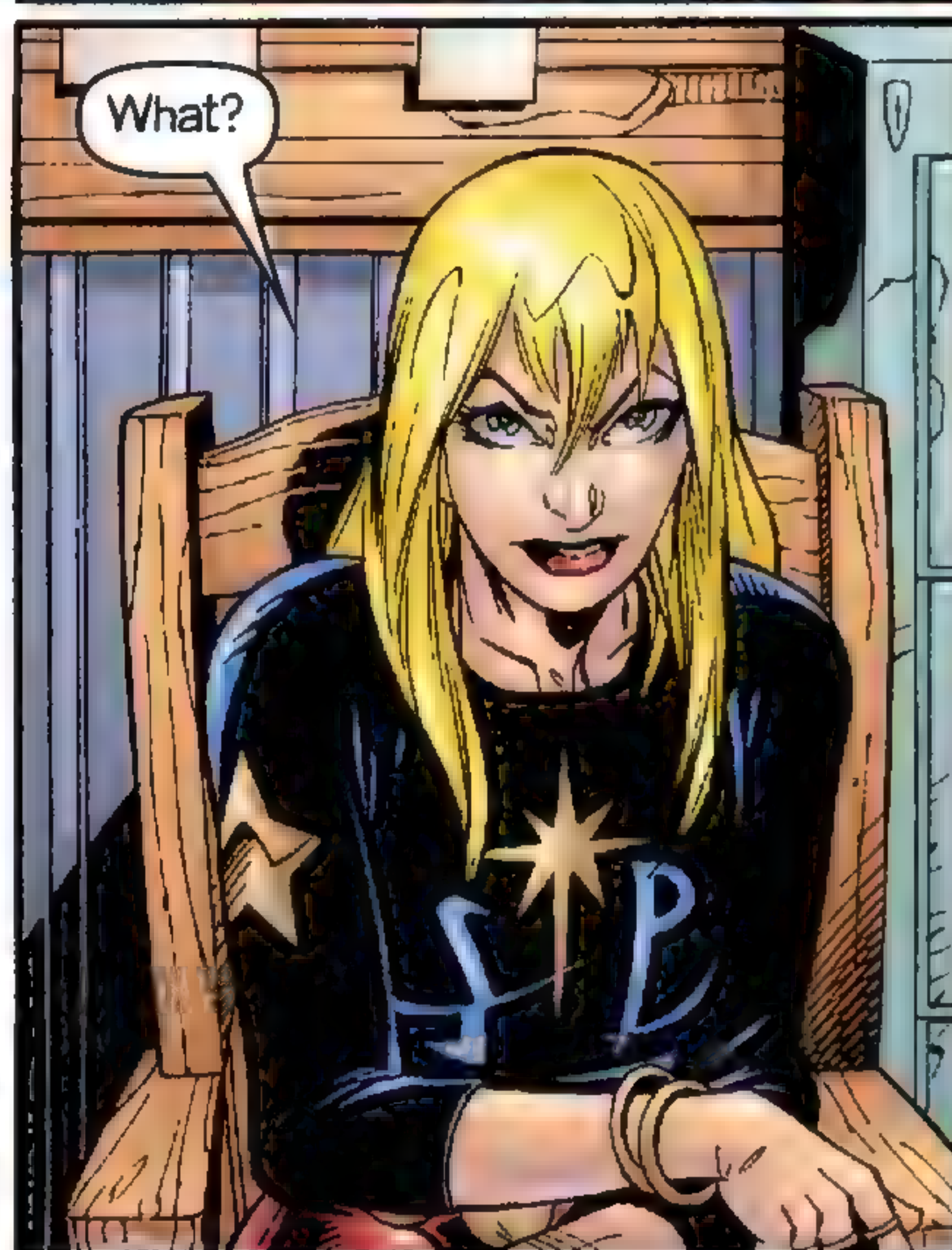
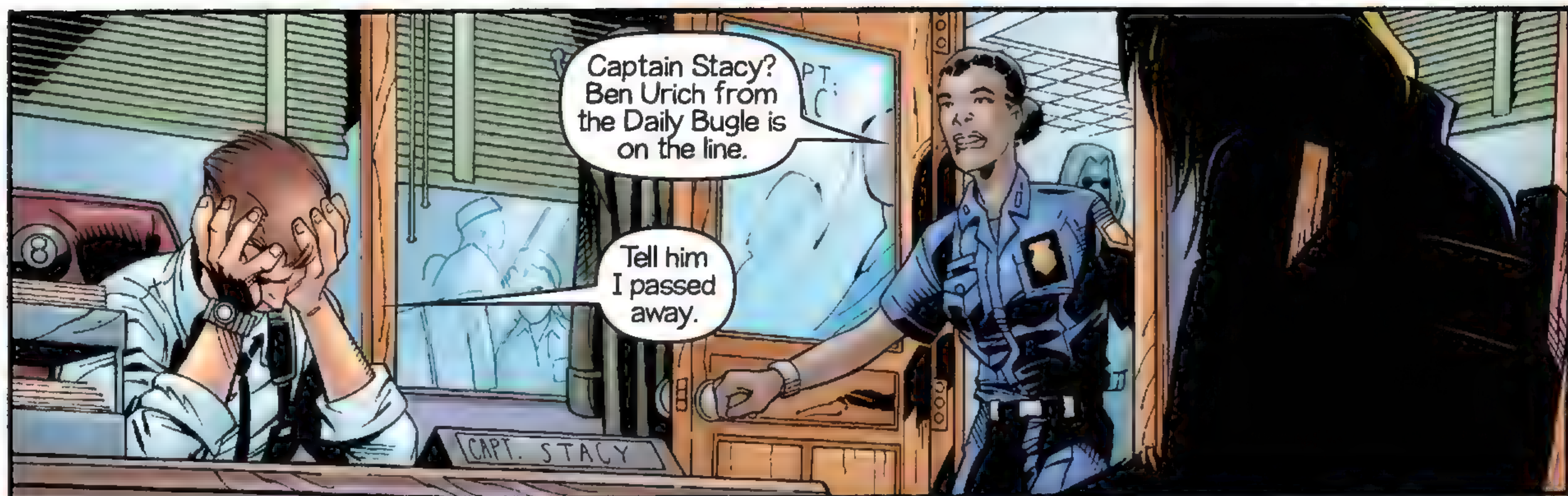
Yes, Hi, this is Ben Urich from the Daily Bugle?



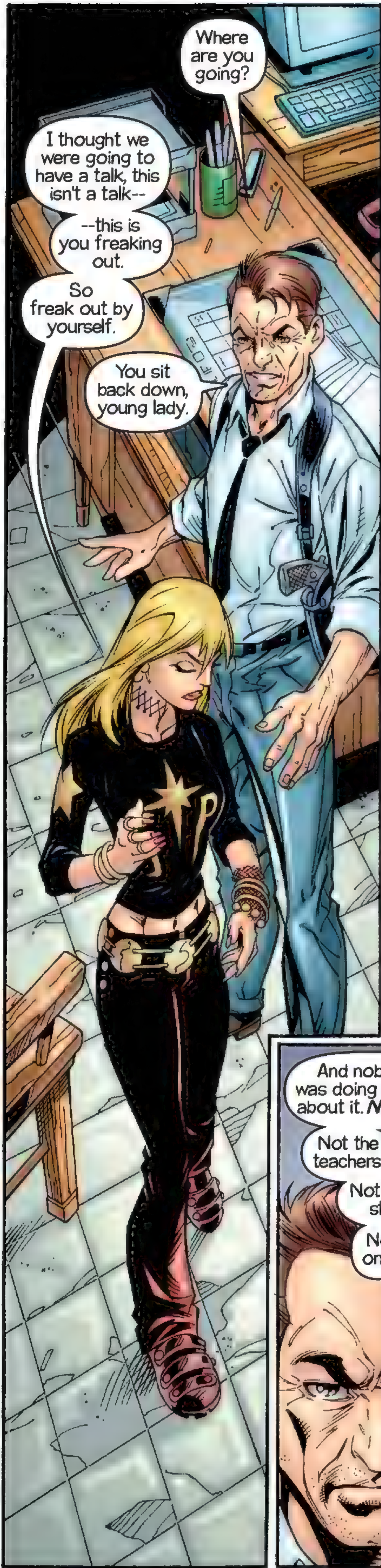
Hung up again.

I hate you, lady.









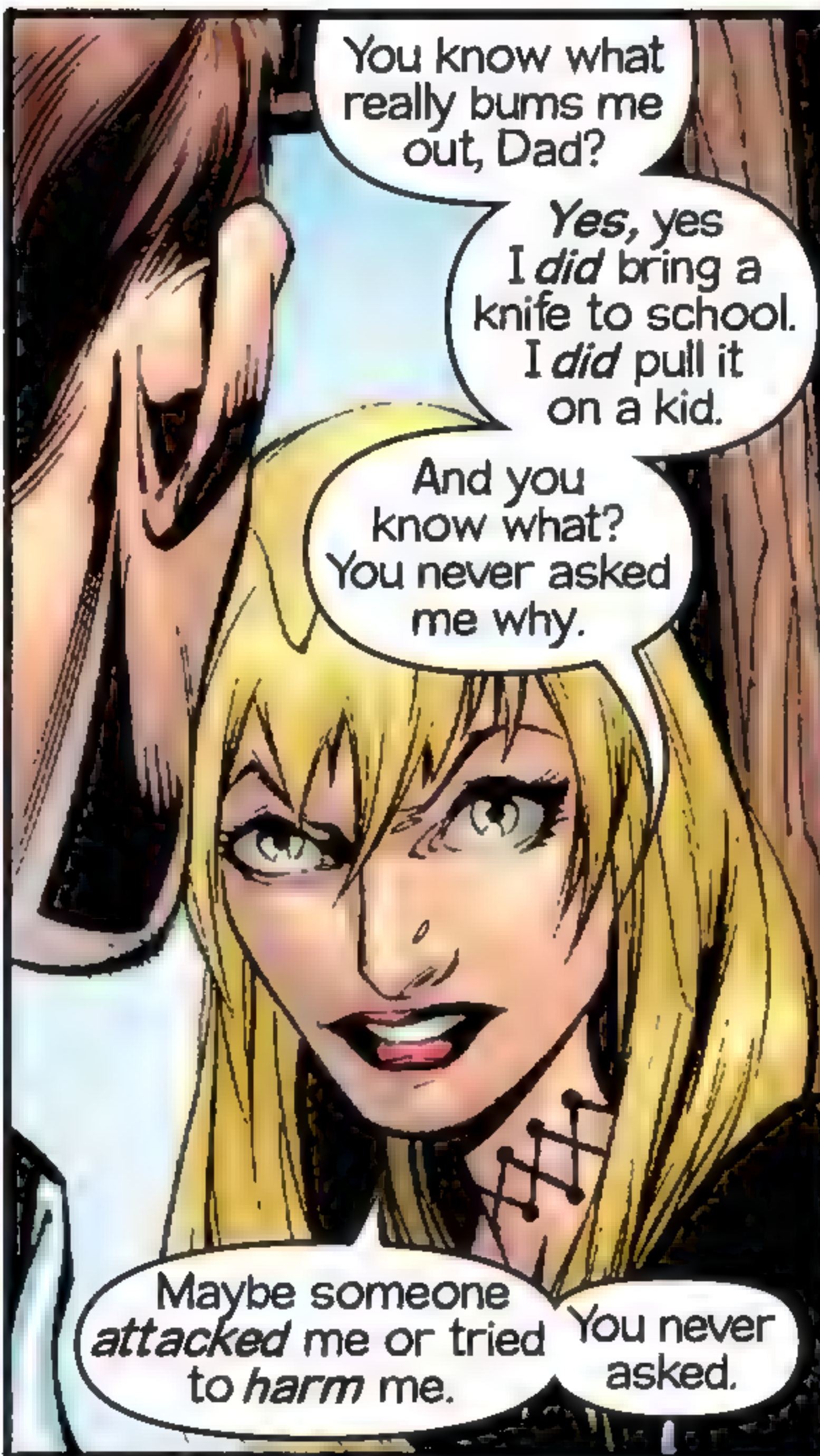
Where are you going?

I thought we were going to have a talk, this isn't a talk--

--this is you freaking out.

So freak out by yourself.

You sit back down, young lady.



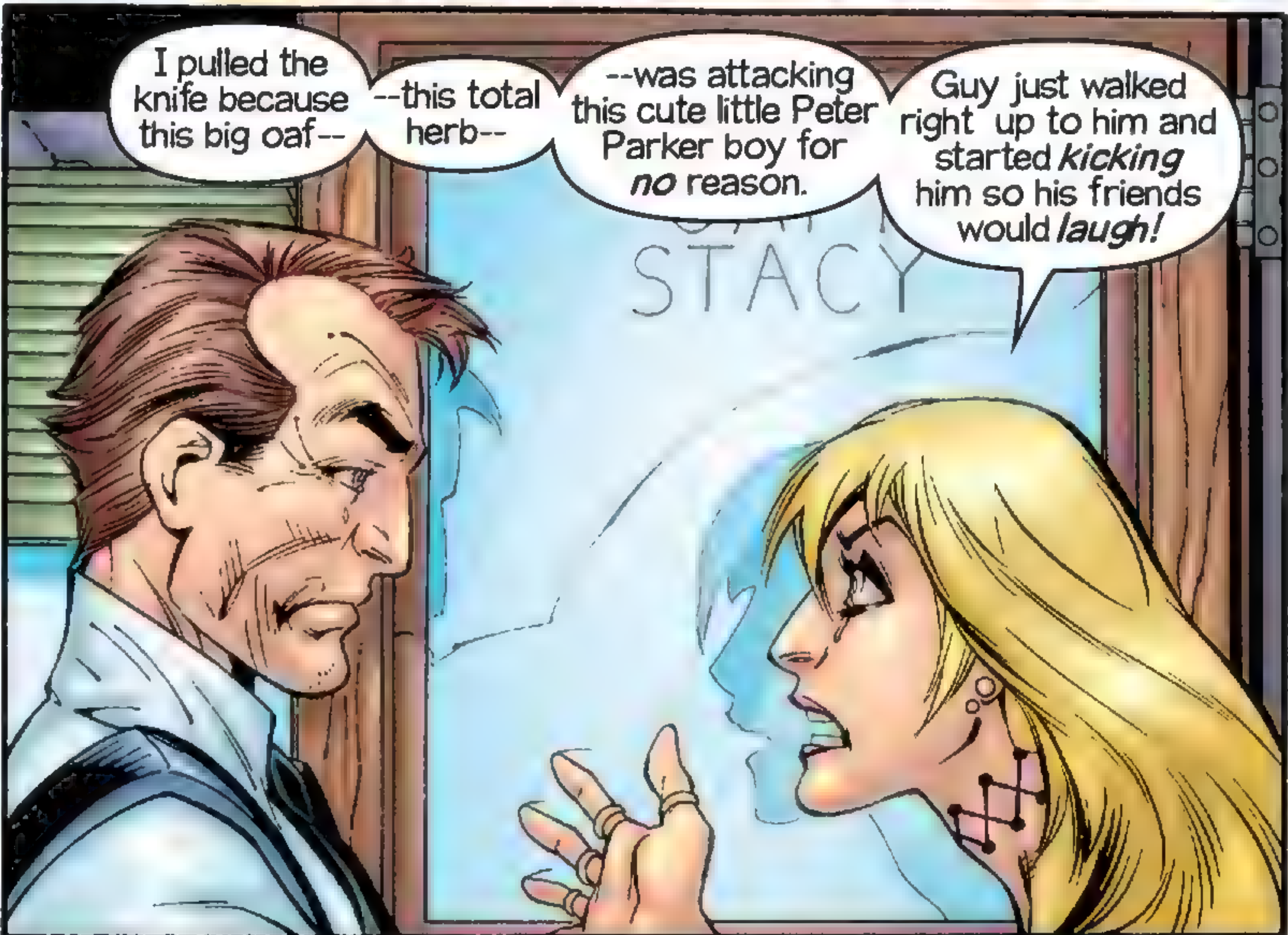
You know what really bums me out, Dad?

Yes, yes I *did* bring a knife to school. I *did* pull it on a kid.

And you know what? You never asked me why.

Maybe someone *attacked* me or tried to *harm* me.

You never asked.



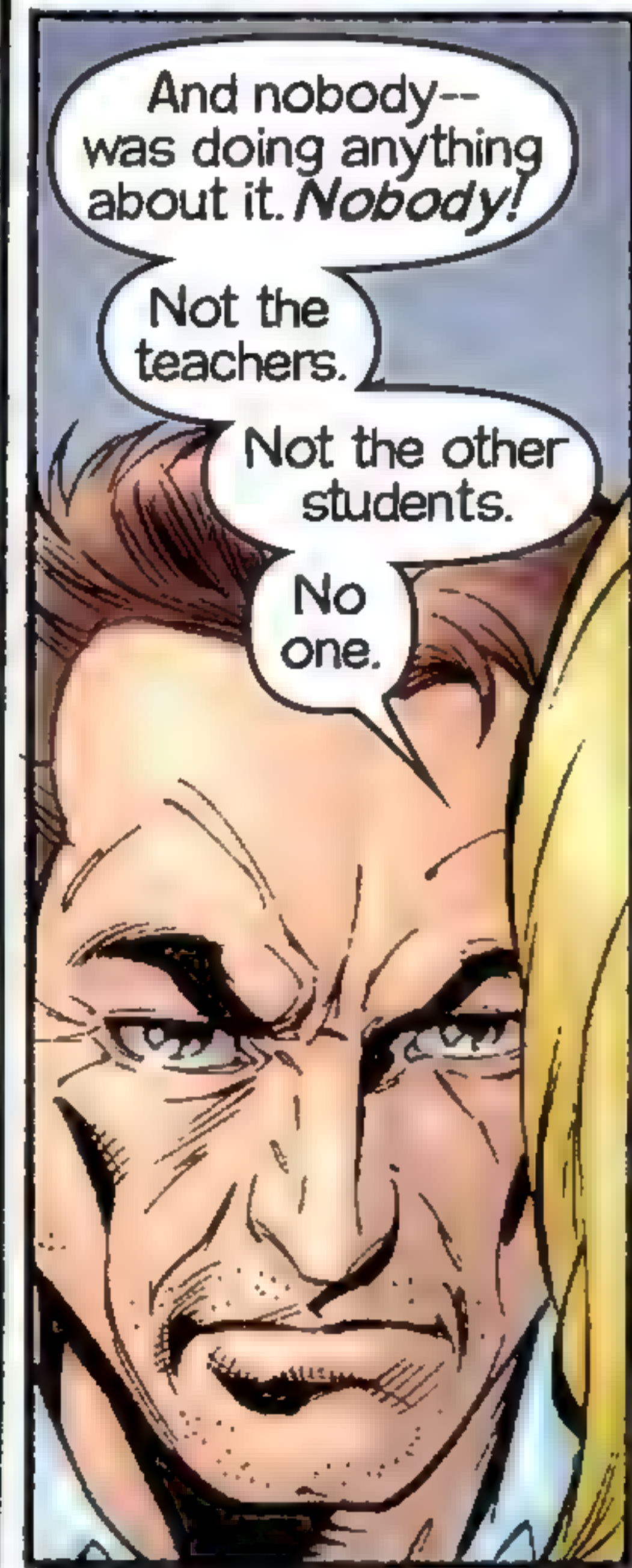
I pulled the knife because this big oaf--

--this total herb--

--was attacking this cute little Peter Parker boy for *no* reason.

Guy just walked right up to him and started *kicking* him so his friends would *laugh*!

STACY

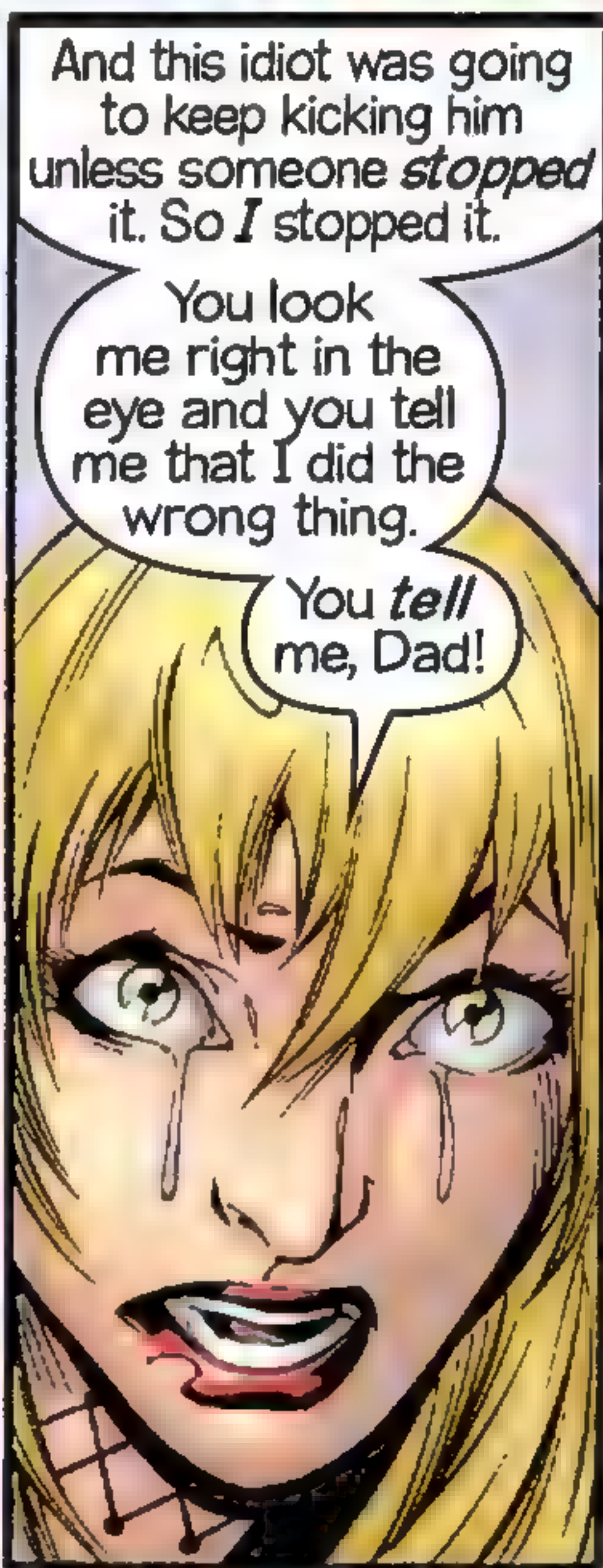


And nobody-- was doing anything about it. *Nobody!*

Not the teachers.

Not the other students.

No one.



And this idiot was going to keep kicking him unless someone *stopped* it. So *I* stopped it.

You look me right in the eye and you tell me that I did the wrong thing.

You *tell* me, Dad!



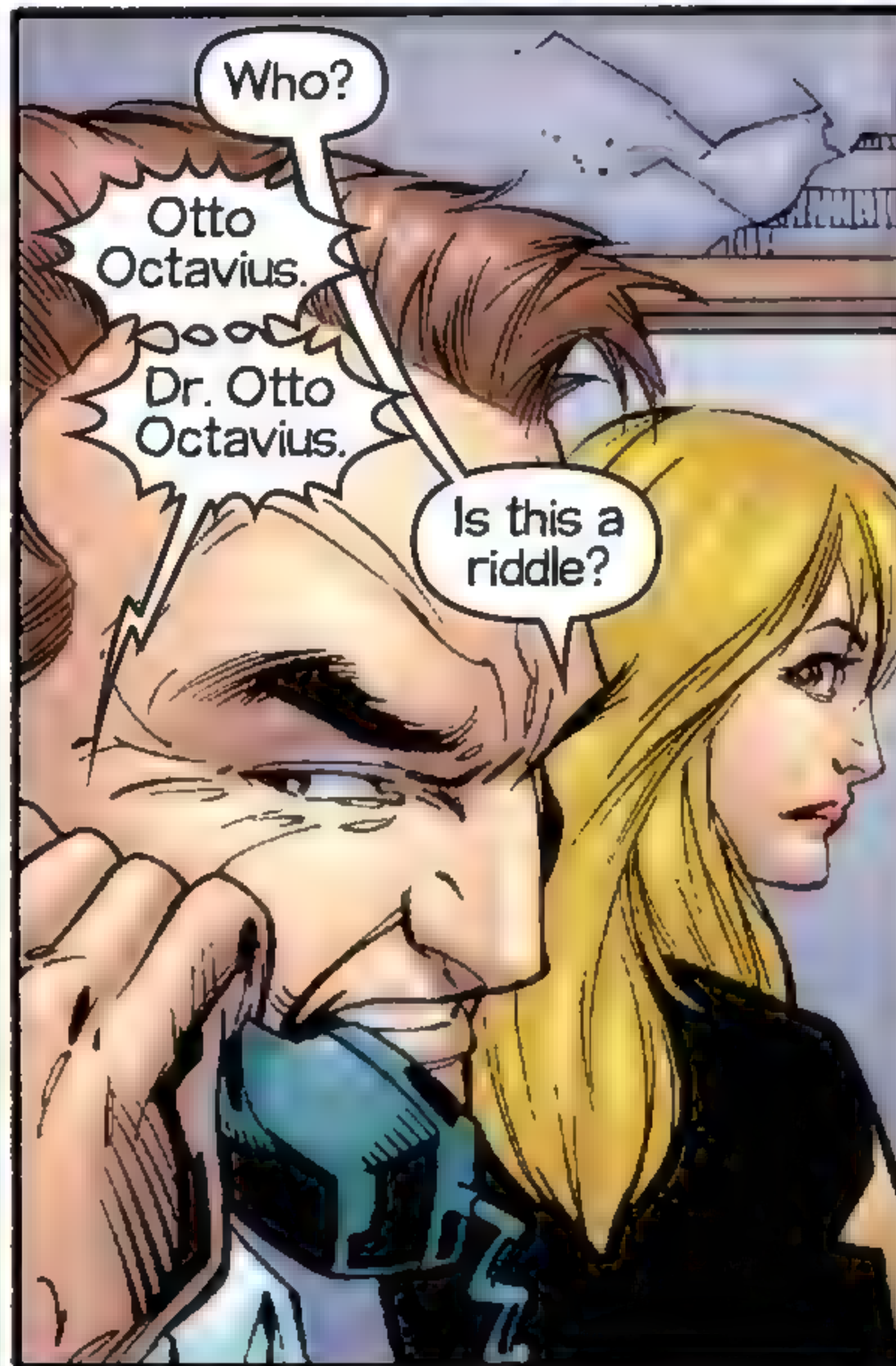
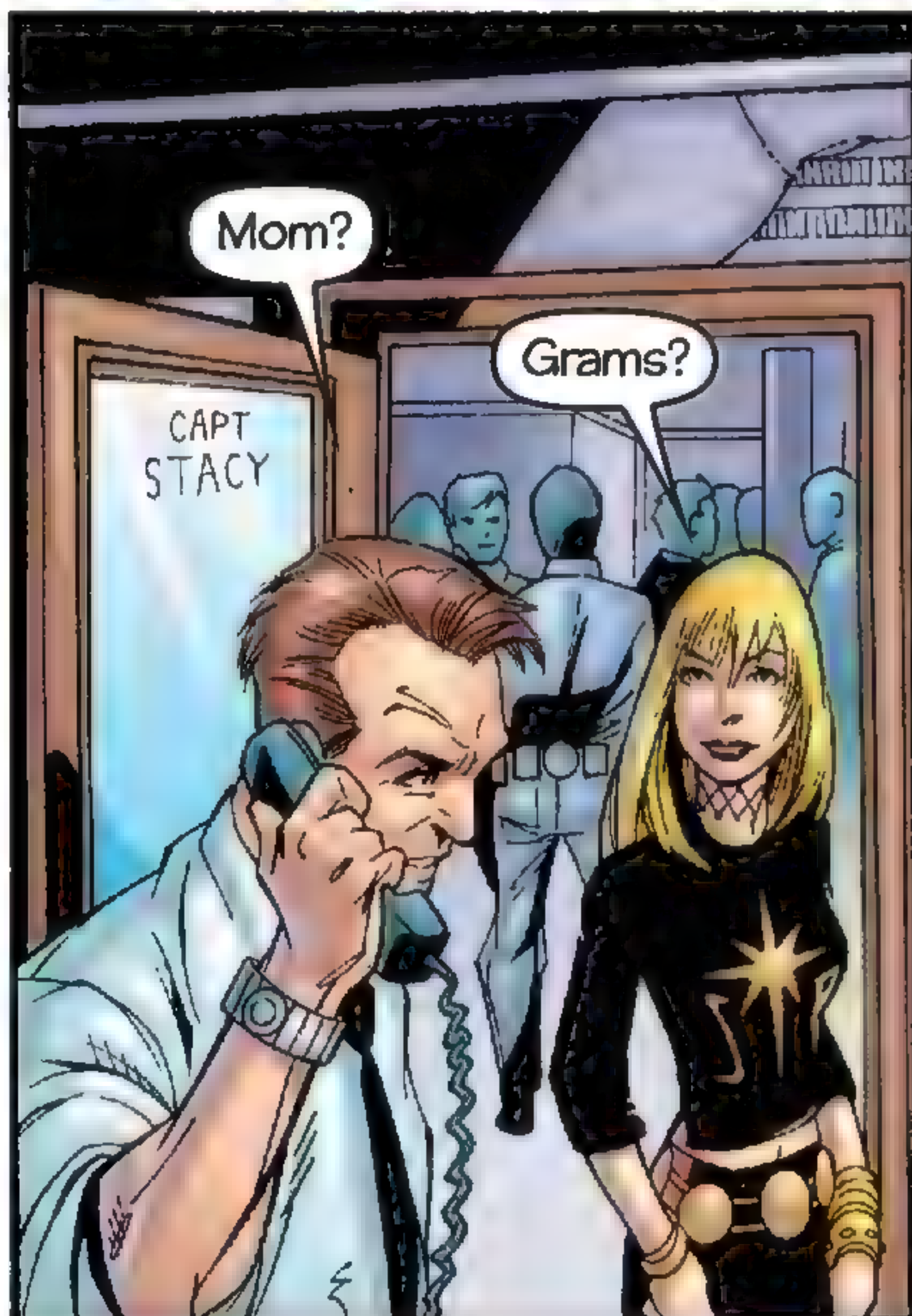
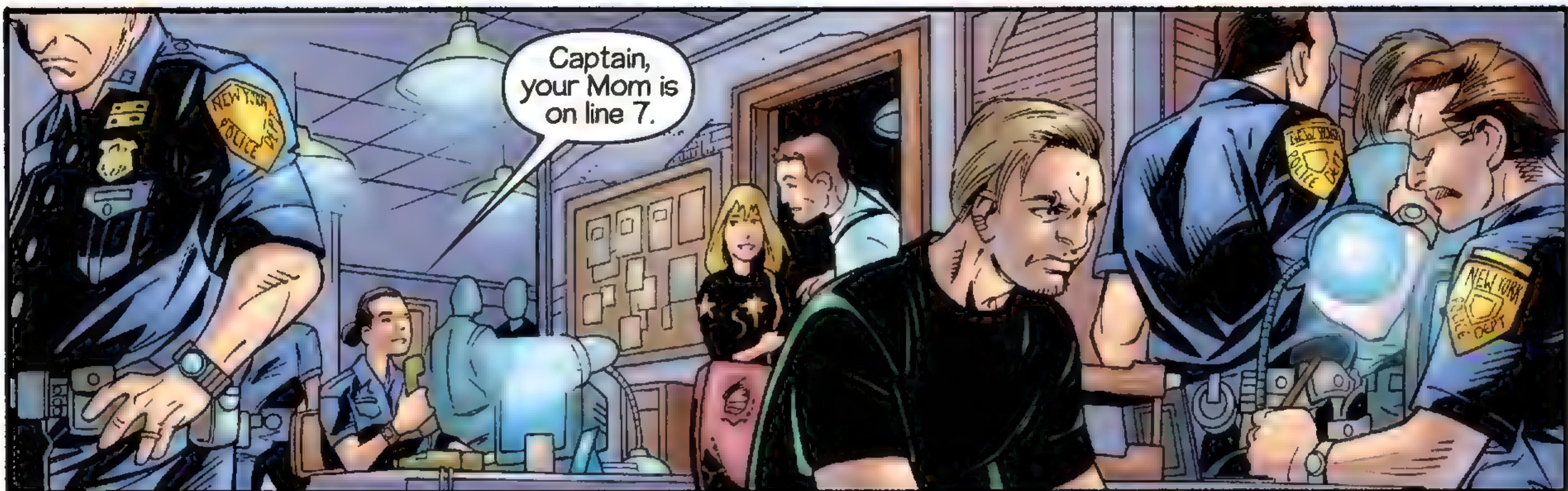
You can't pull knives on other students.

You can't bring...

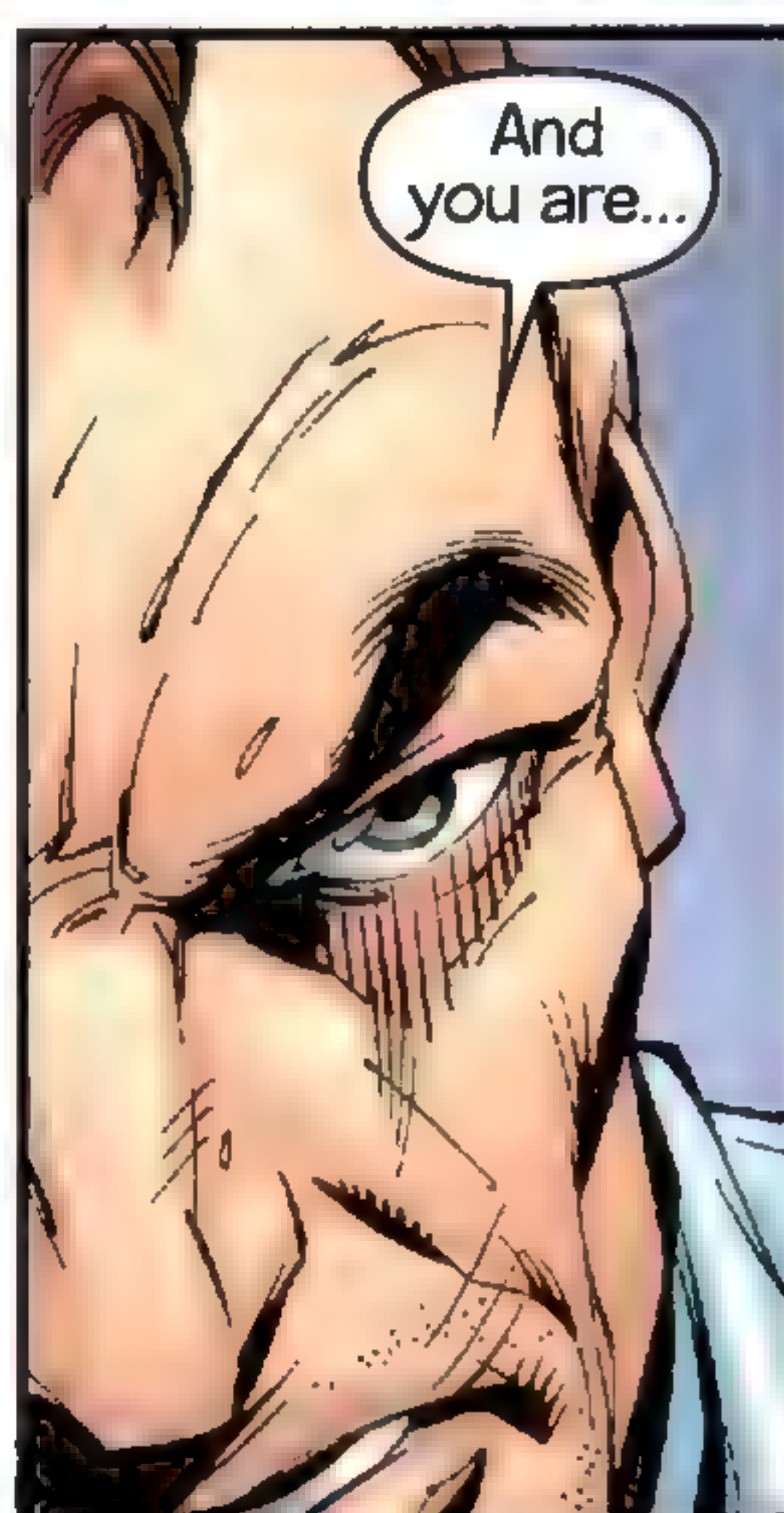
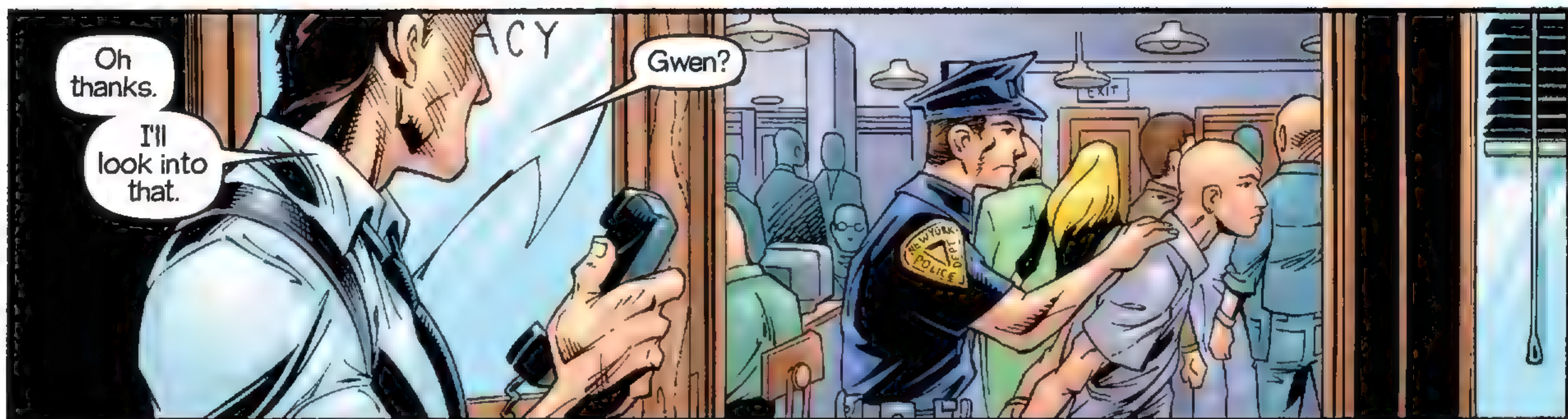
Well, I'd do it again in a second.

So you might as well lock me in jail... Dad.

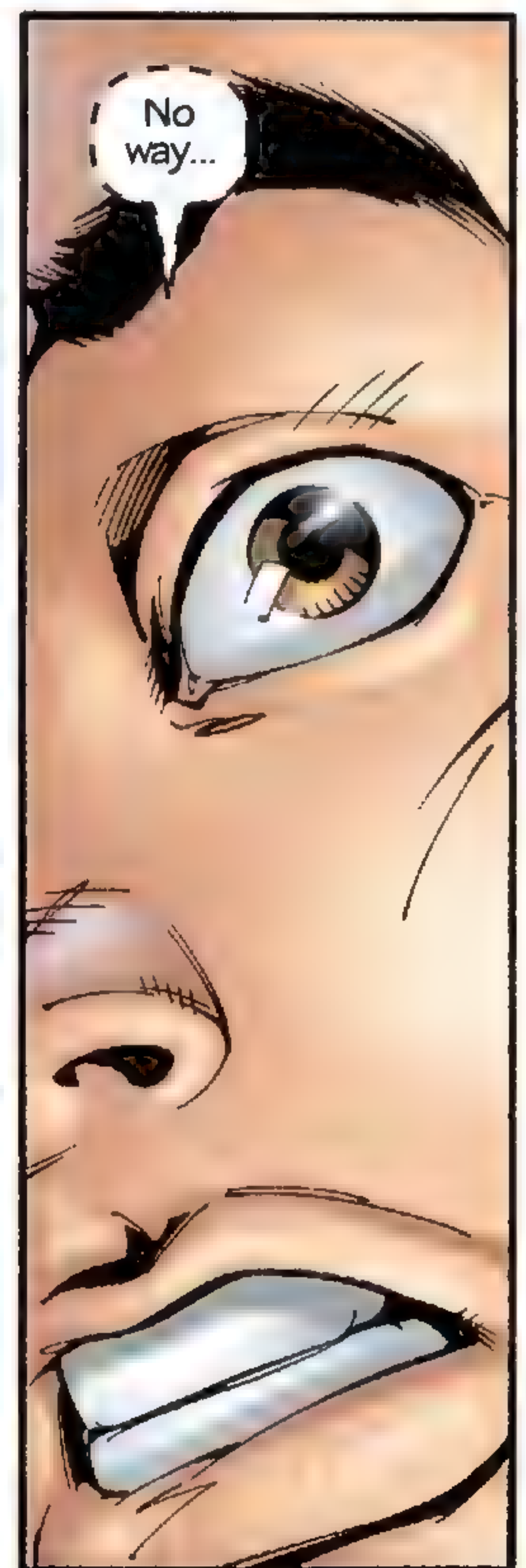
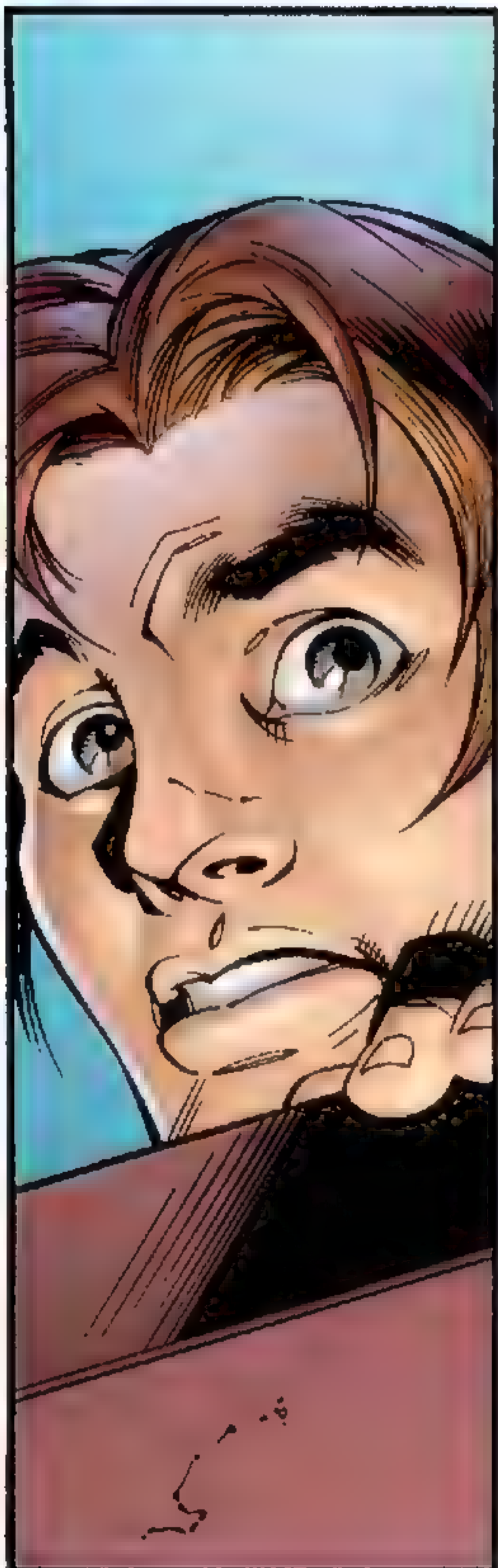
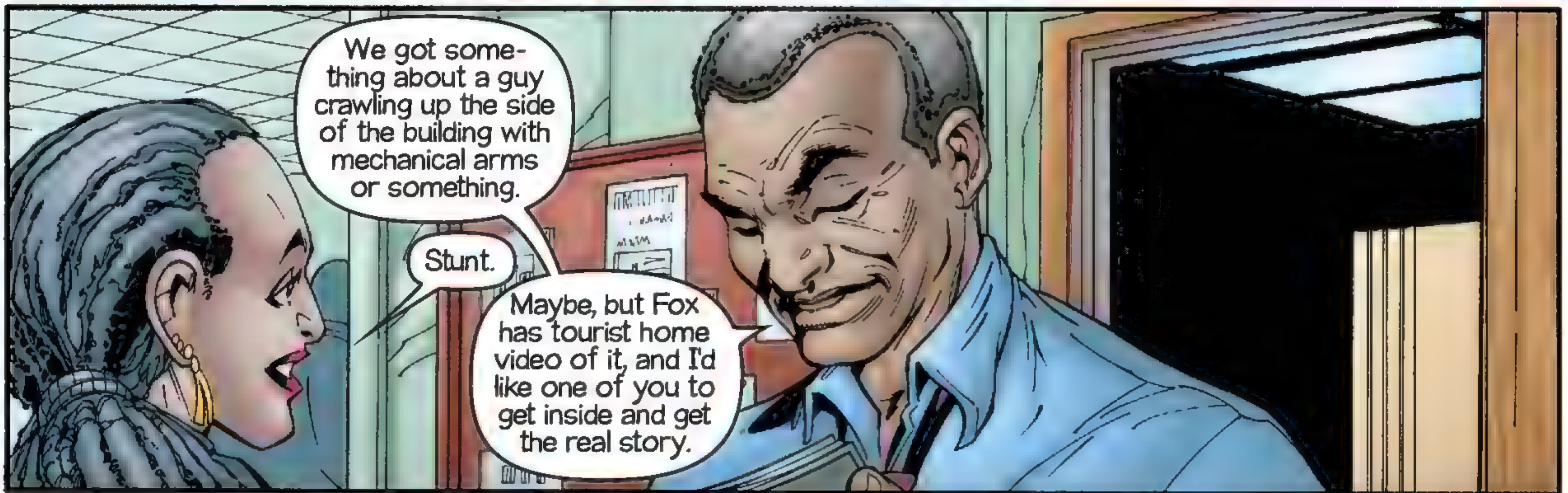
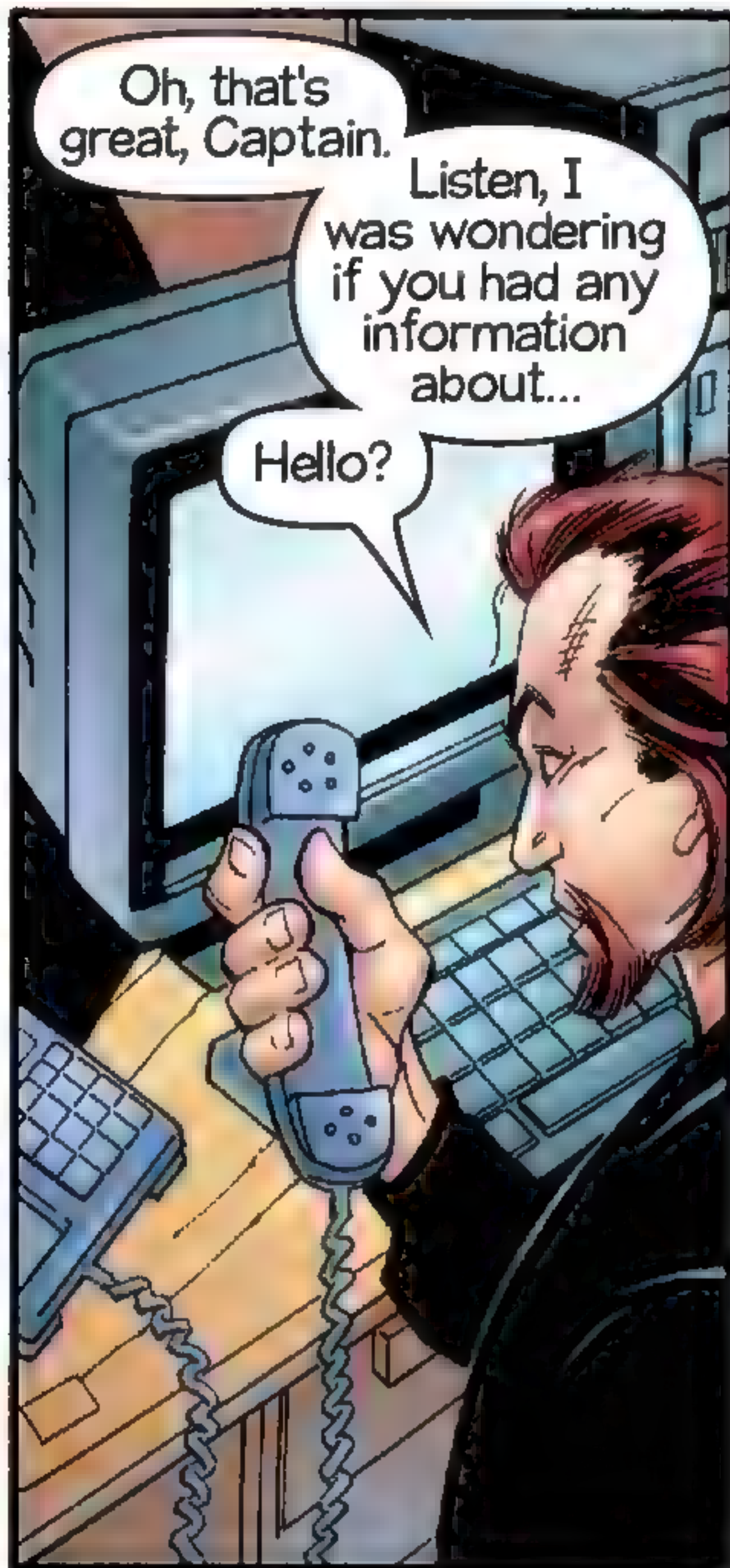
















We met once before, Mr. Hammer-- at the White House.

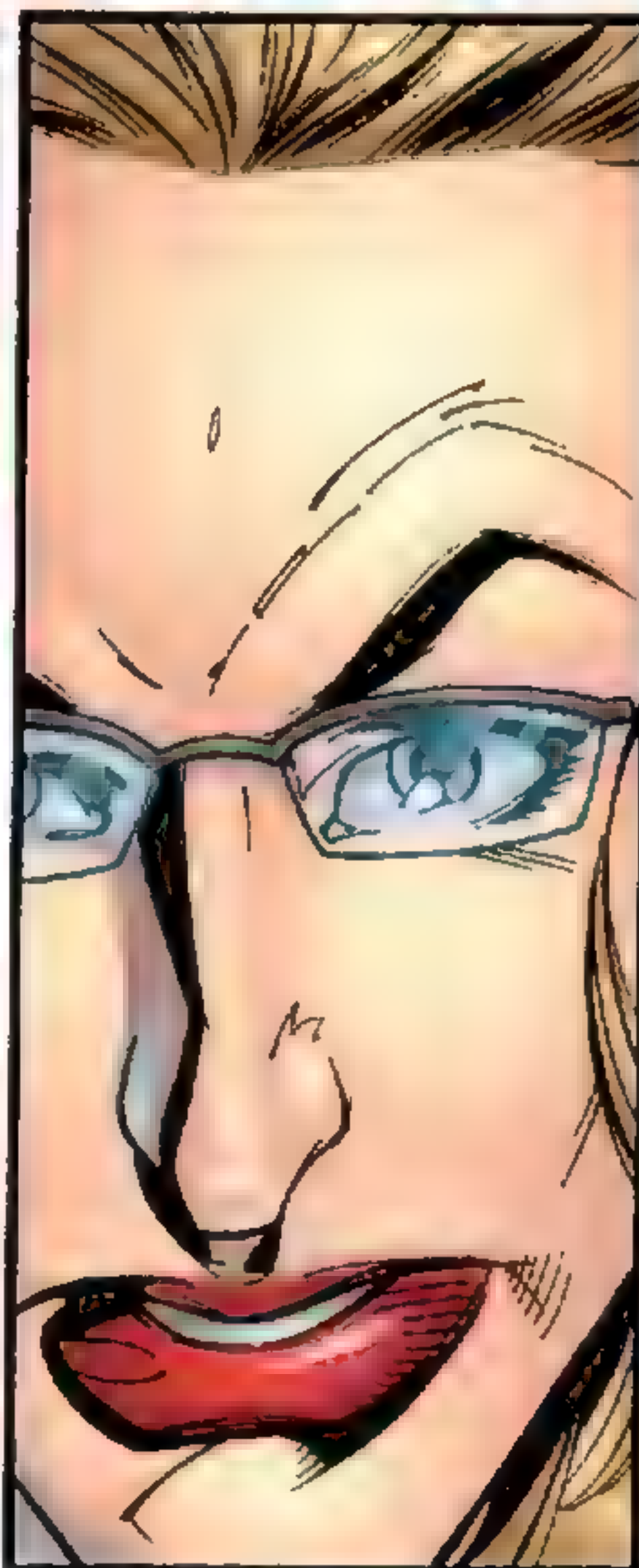
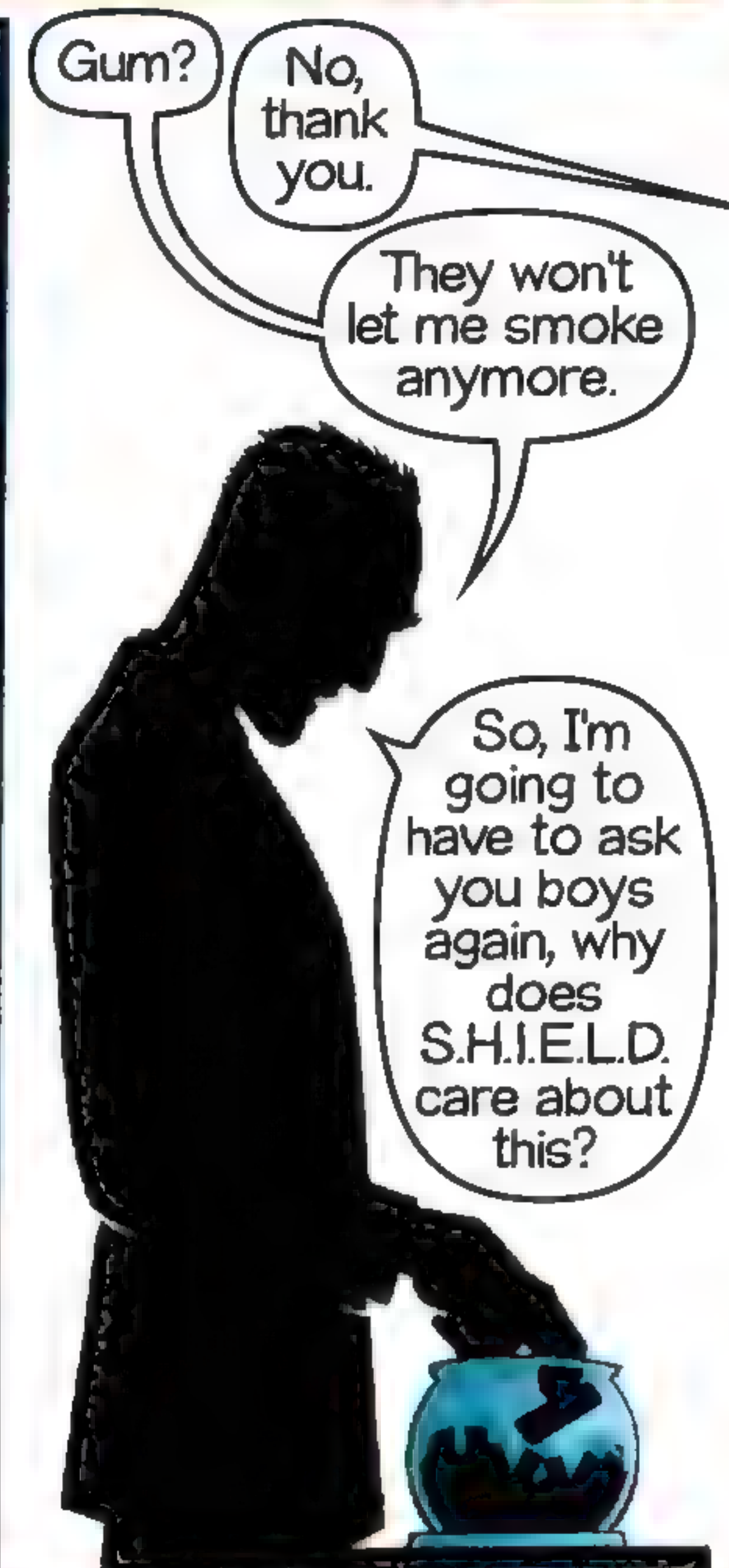
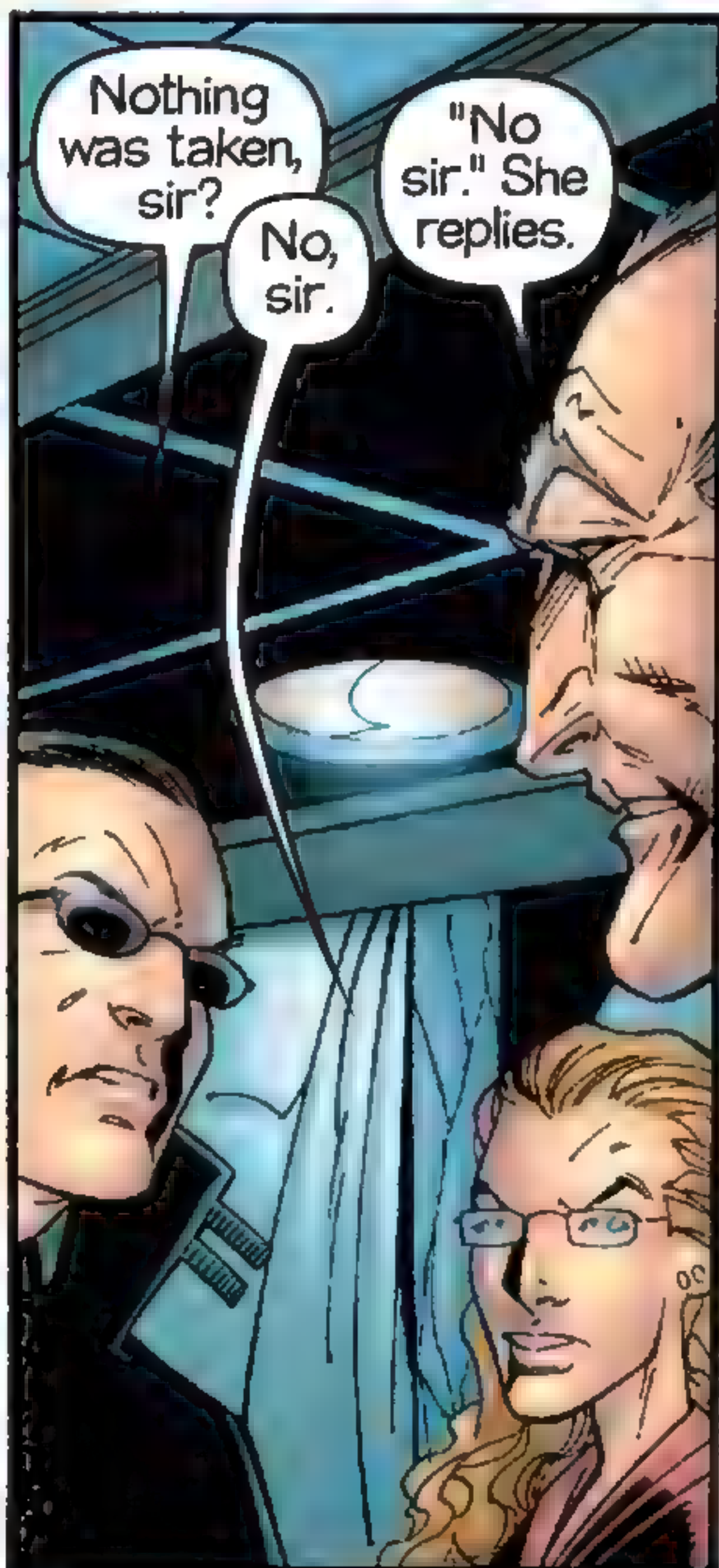
Really?

I was there at the diplomats' dinner a couple of years ago, and you looked the President right in the eye, and you told him that the mutants were going to cost him a second term.

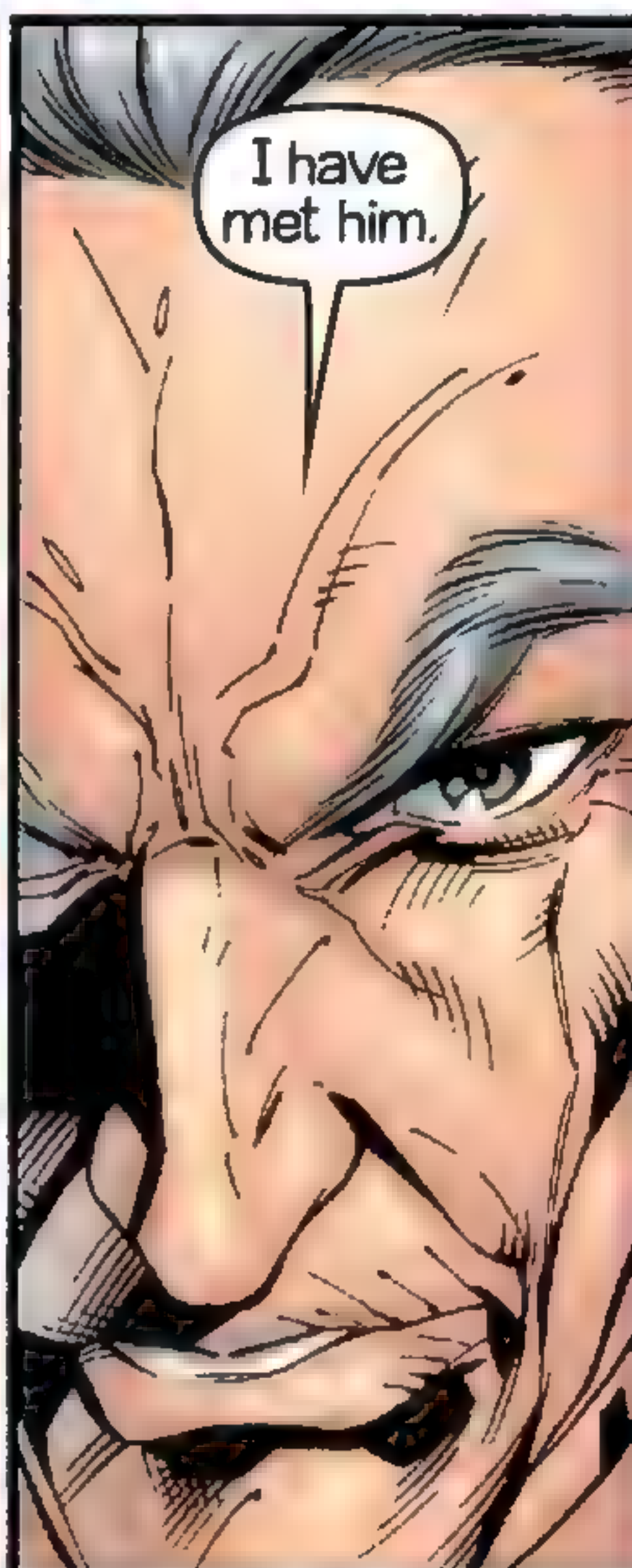
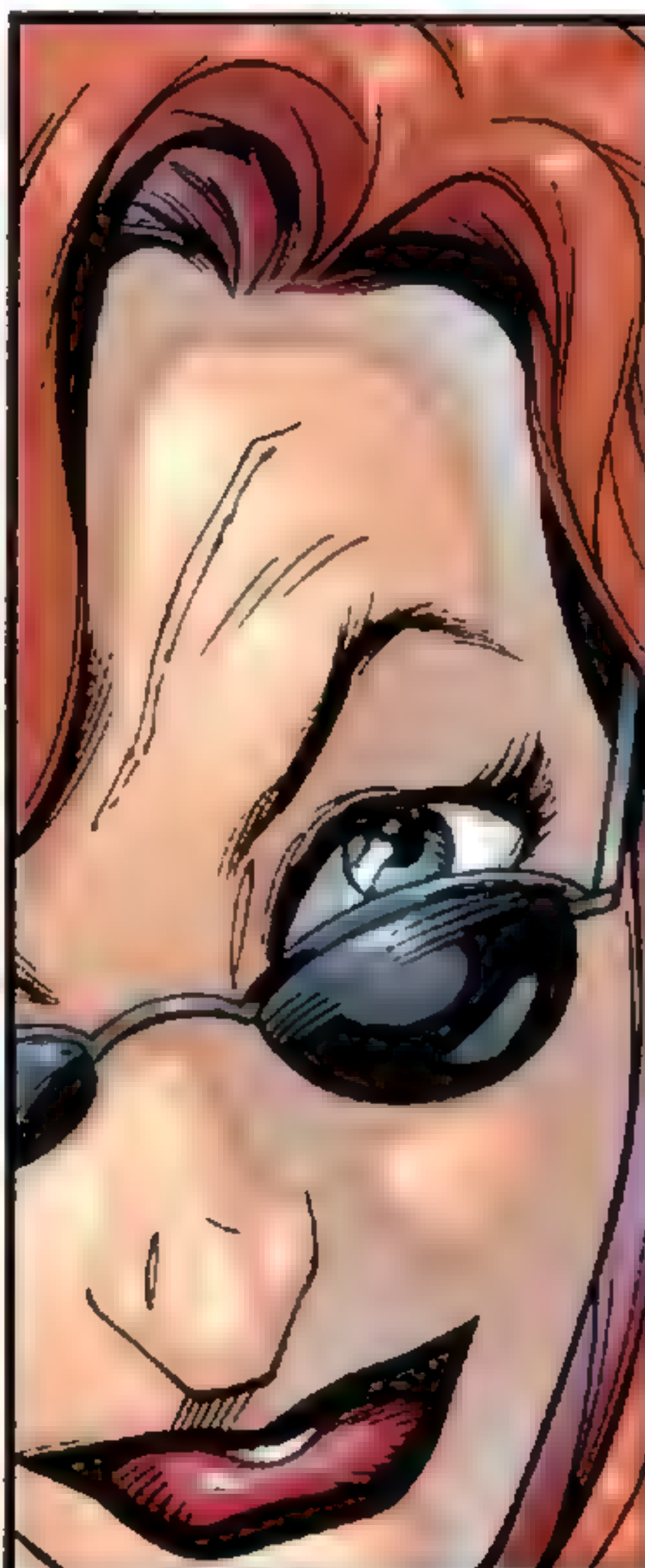
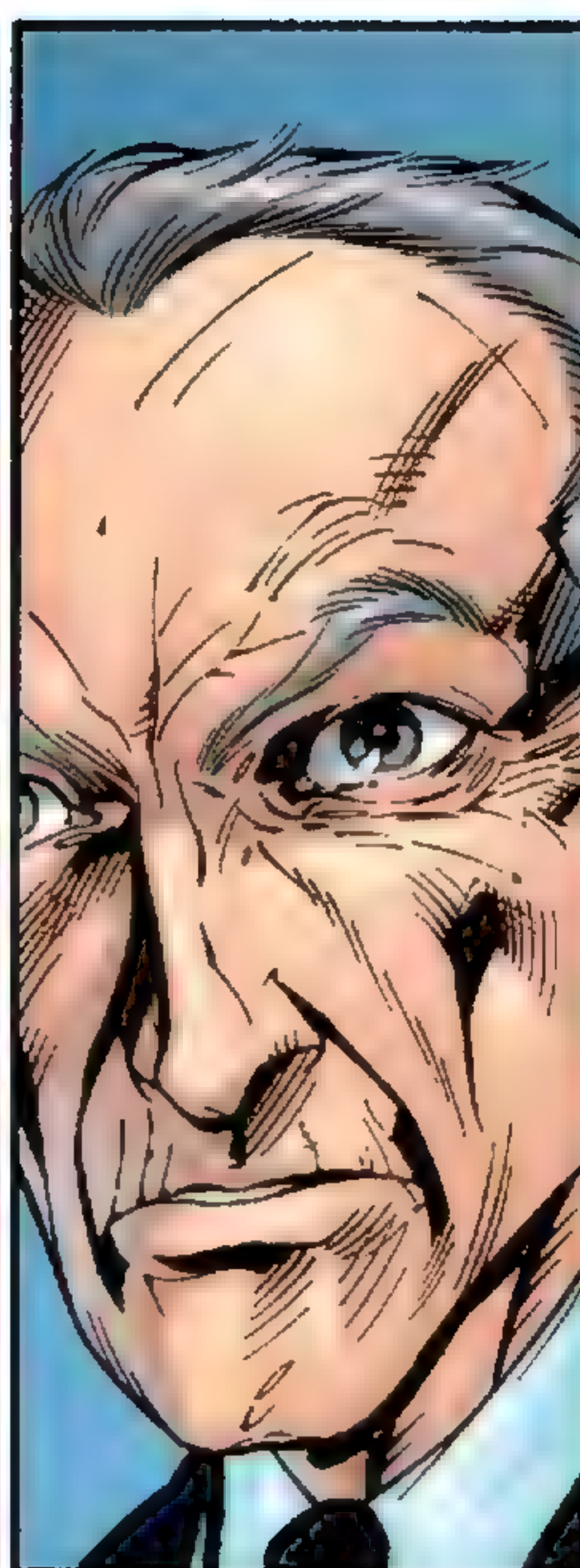
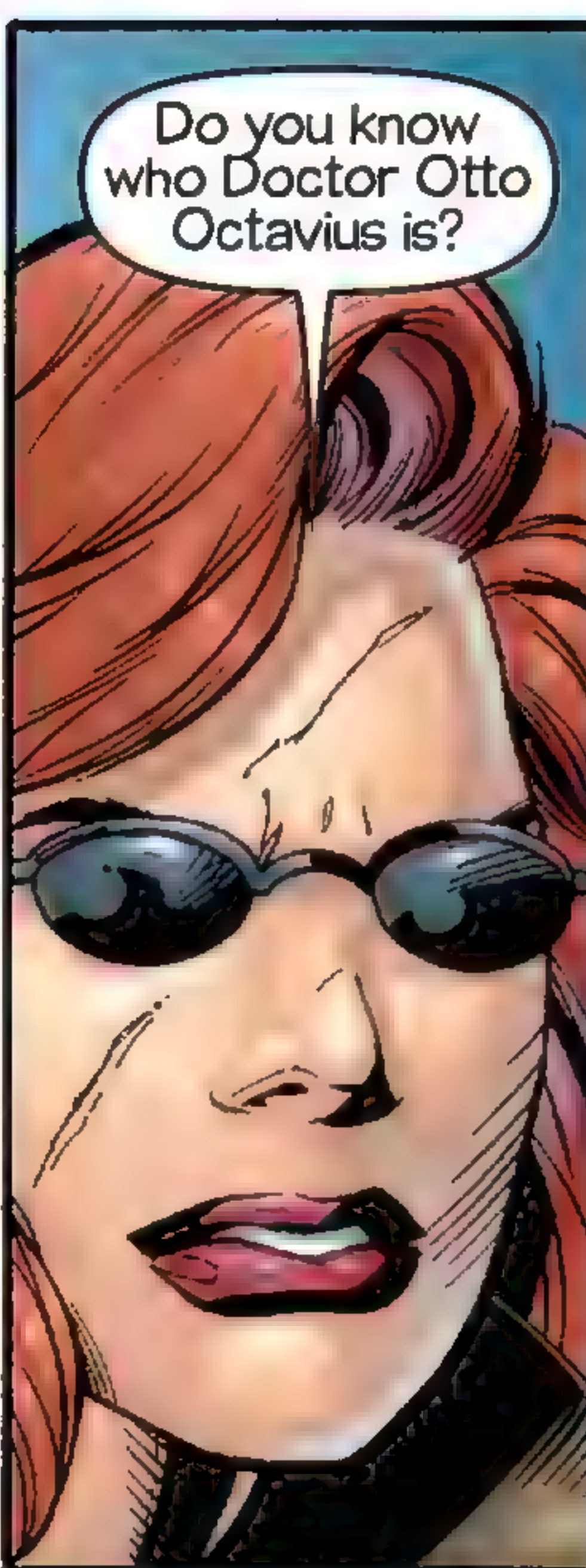
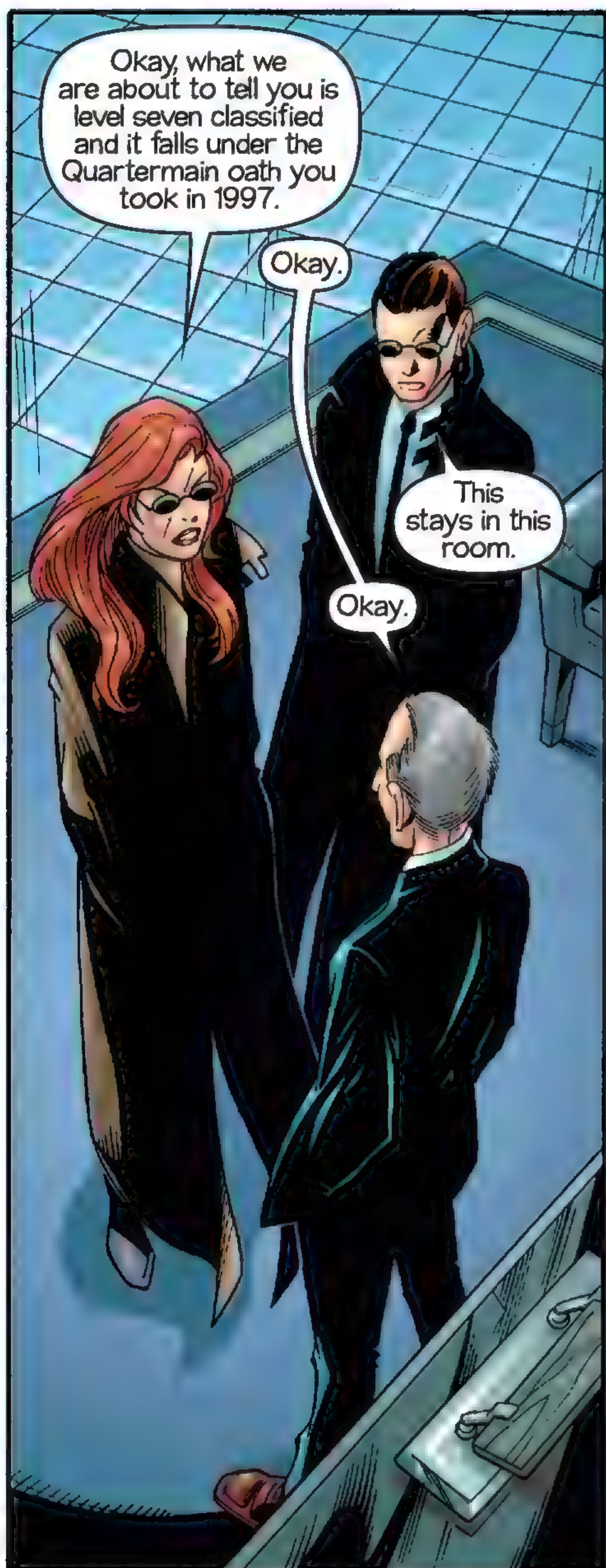
And I was right.

Yes, sir.













The explosion fused a robotic apparatus he often used to his midsection.

The ahms? You mean his metal ahms?

Yes.

Huh.

Get outta town.

He has suffered severe trauma to his torso and to his head.

He has amnesia.

Amnesia?

Amnesia?

He doesn't even remember the explosion, he doesn't remember a lot of things.

He told the agents in charge of him that he doesn't even remember what they were working on when the accident happened.

He's very confused and manic. He has killed a number of people.

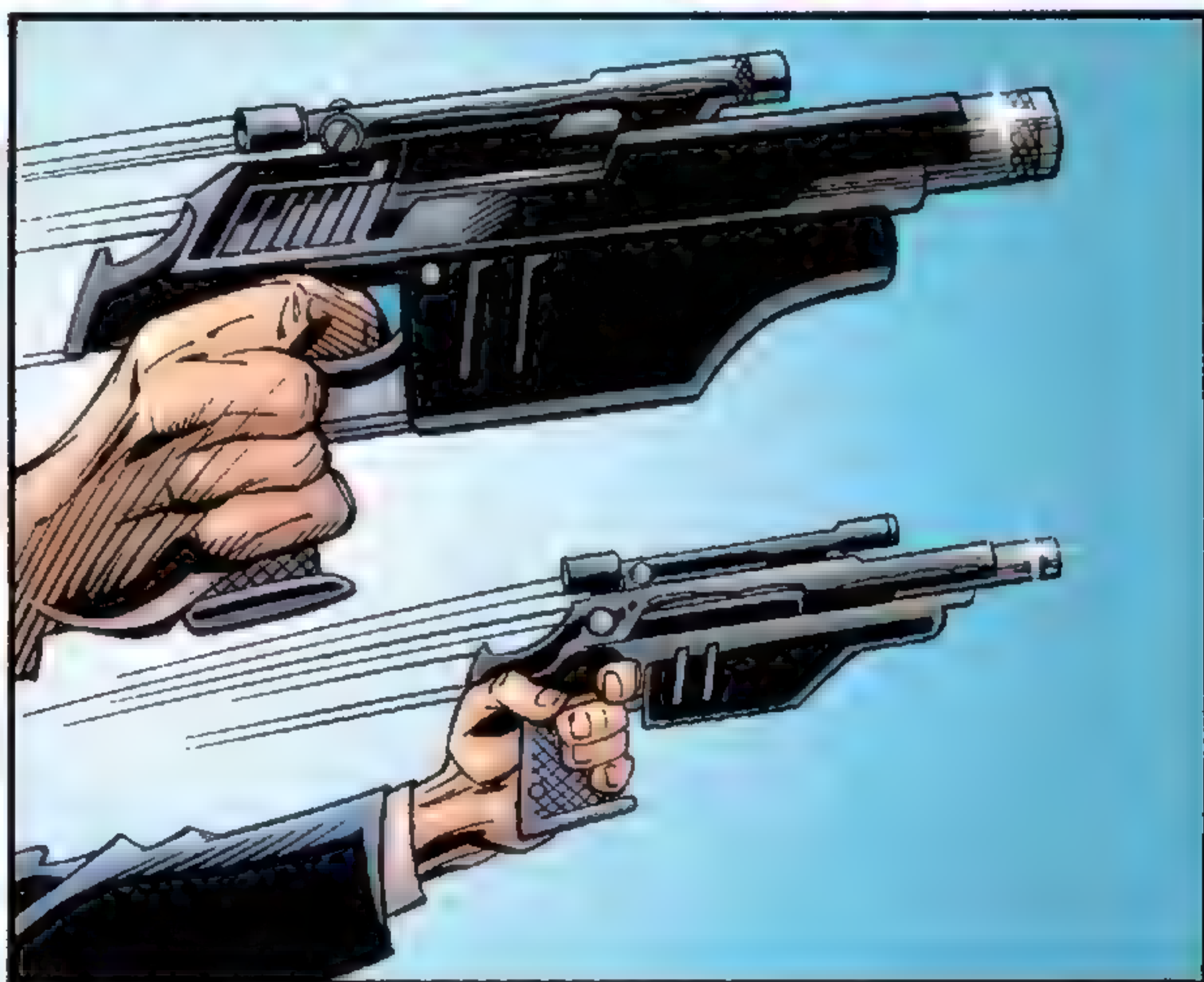
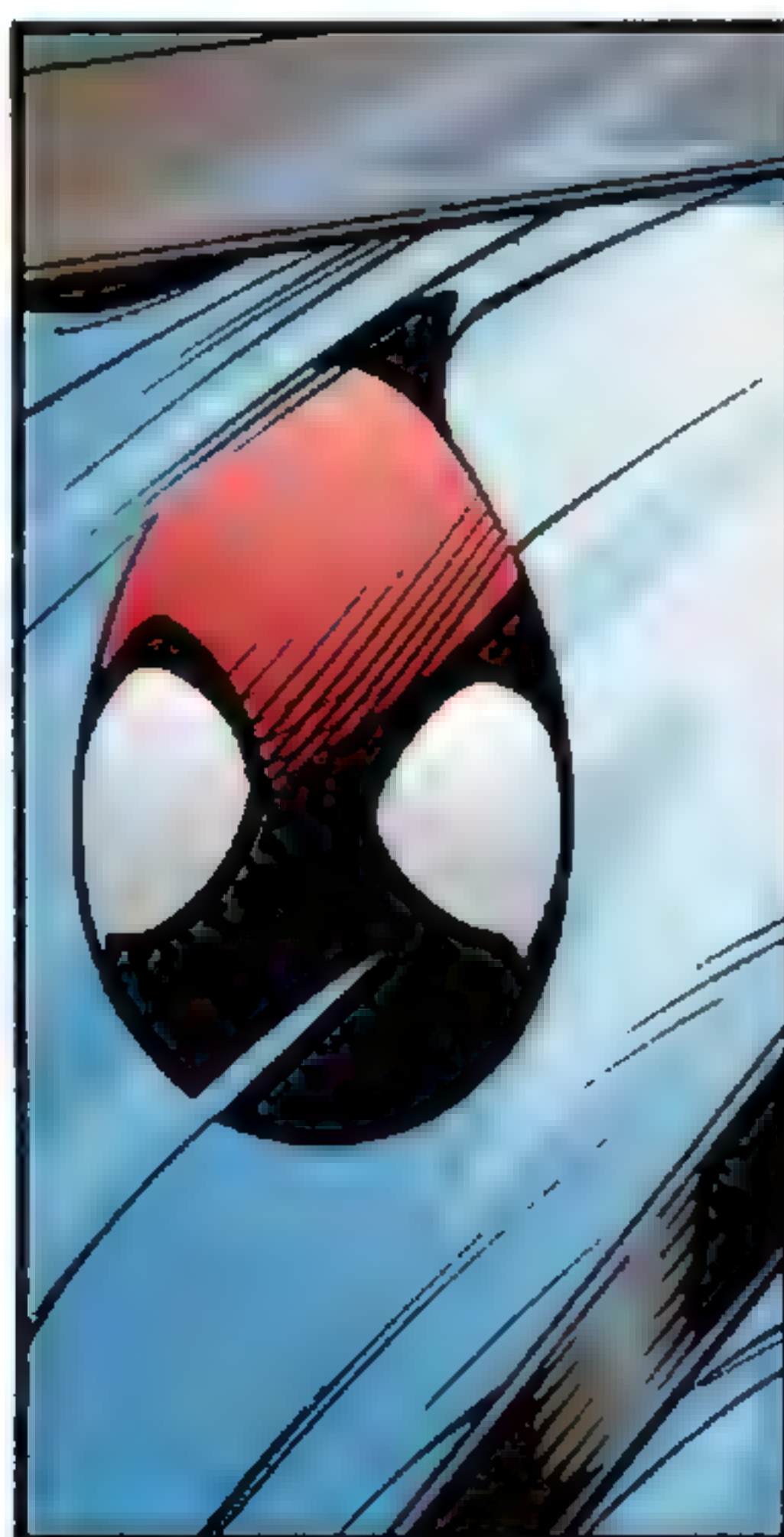
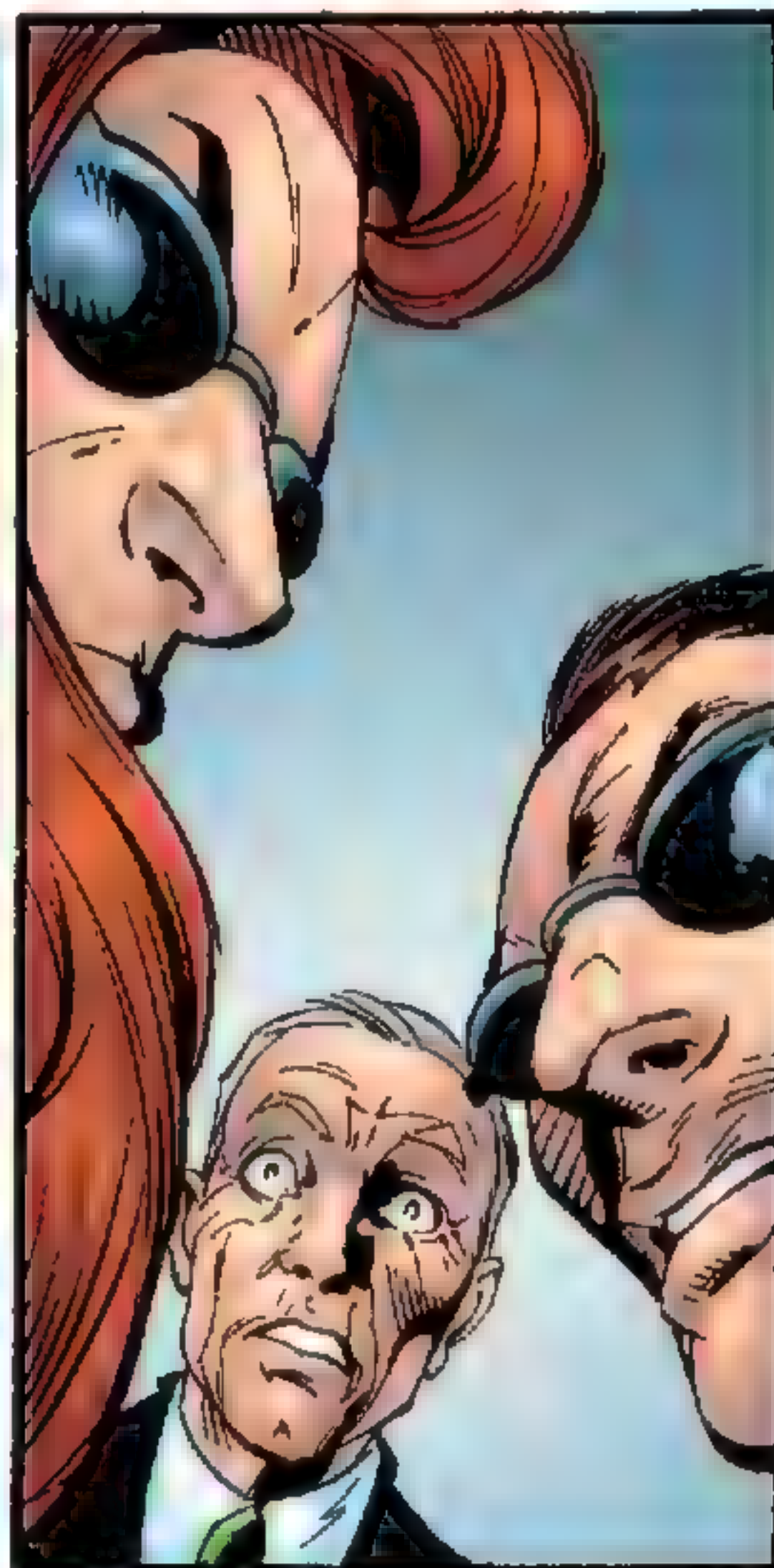
Agents and civilians, and we are assuming that this visit here means you might be next.

Get outta town.

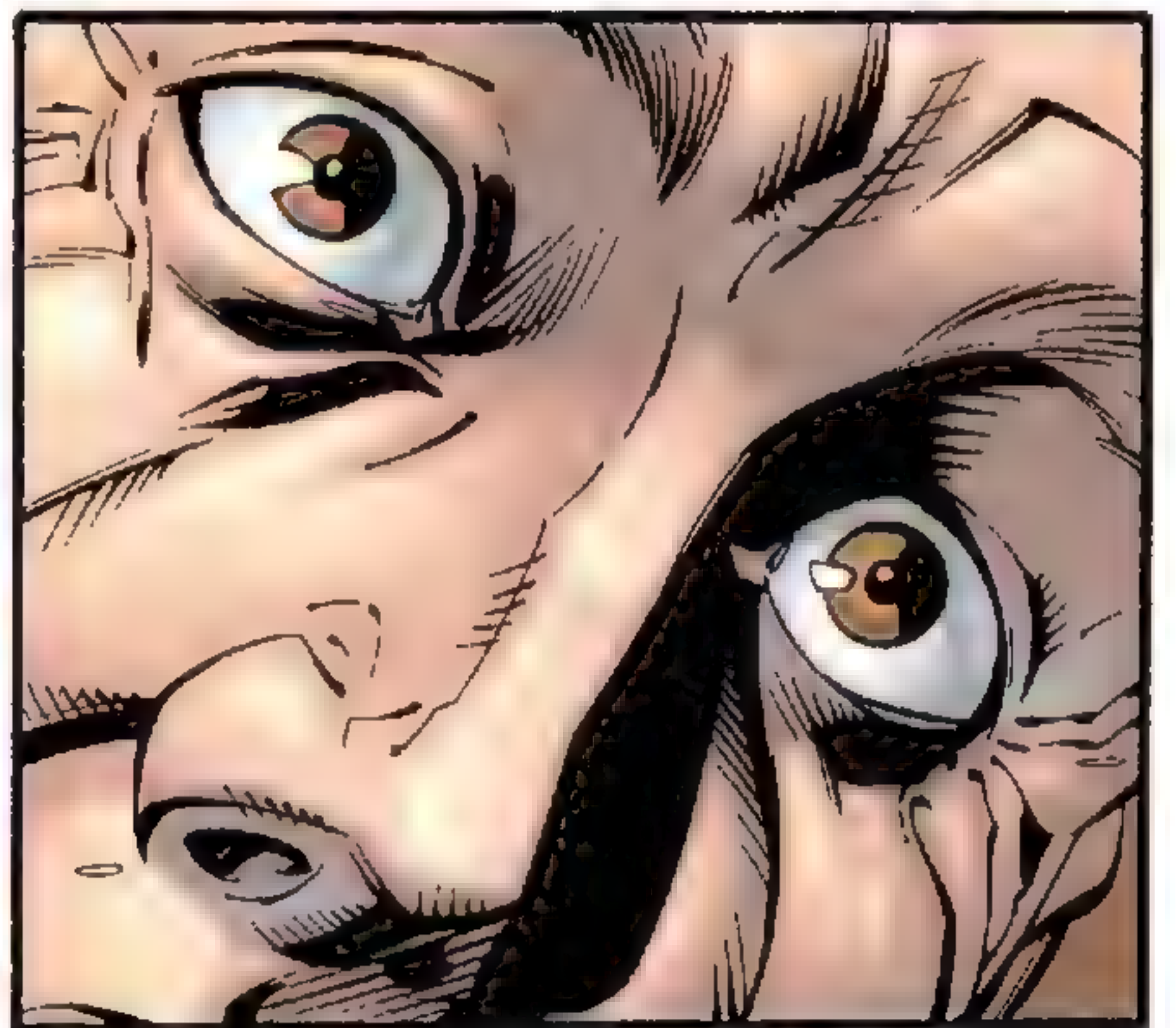
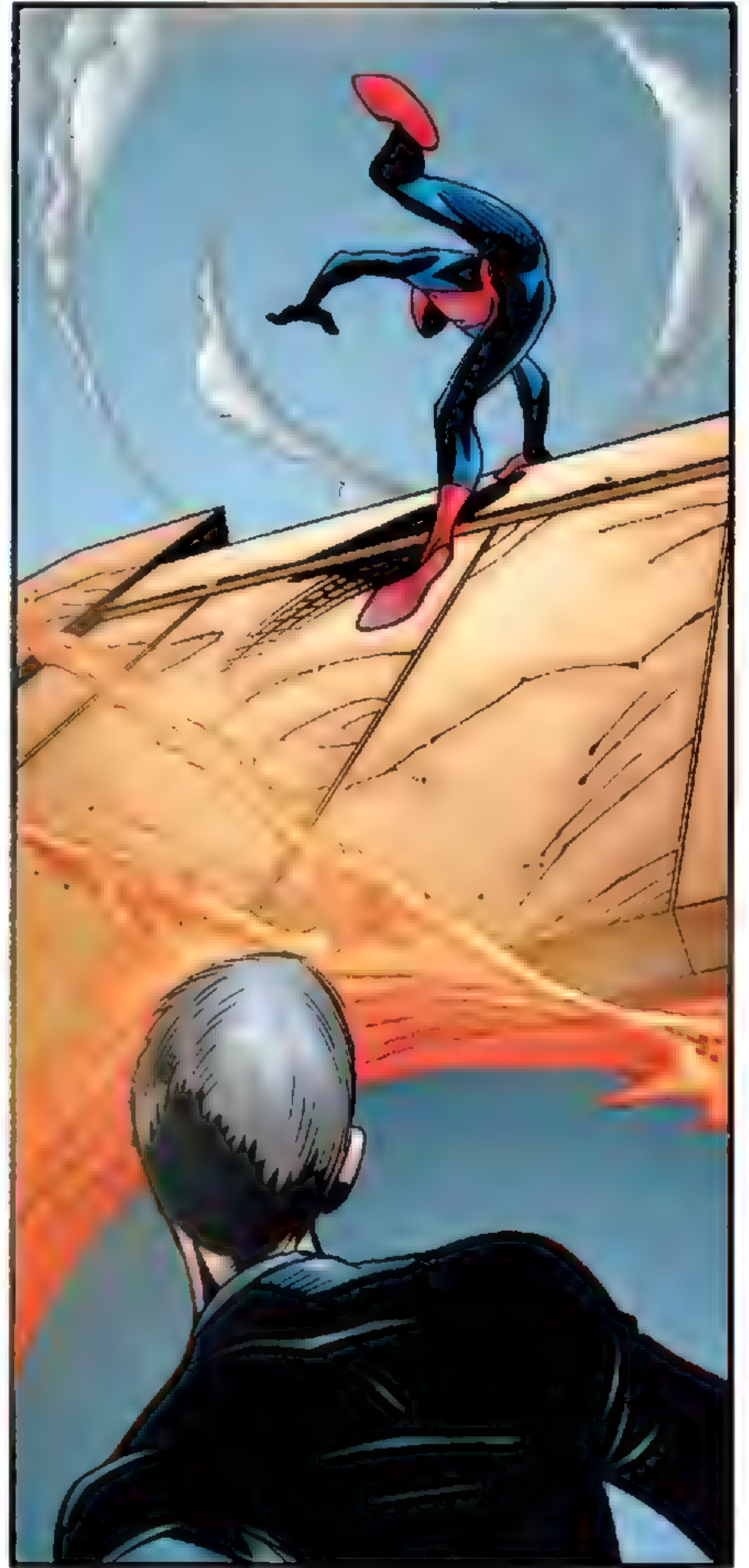
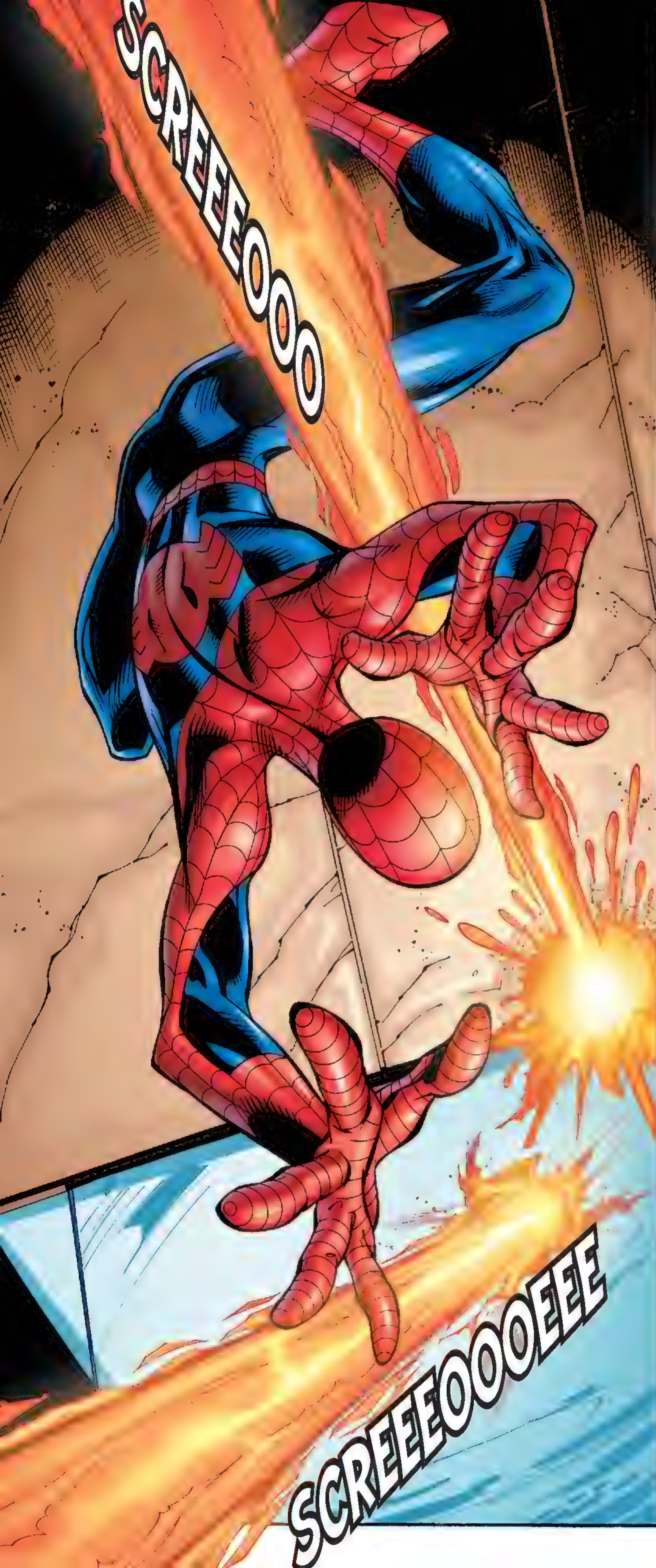


Do you know why?

I honestly don't-- I--











This is certainly the place to be tonight--

--as star of the number one show in syndication--

Kraven the Hunter--has landed right here in the heart of New York City.

The Press is gathered to find out just what the master showman has up his sleeve.

Kraven! The world wants to know--

--what could possibly be in New York City for you to hunt-- that you couldn't find in another country?

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

Kraven--

I'm here to hunt a one-of-a-kind species.

I'm here to hunt the one you call Spider-Man.

And--uh--

What are you going to do with him when you find him?

Oh, I'm going to kill him--

--with me bare hands.

TO BE CONTINUED



ISSUE

17

ULTIMATE

SPIDER-MAN®



BENDIS  
BAGLEY  
THIBERT

MARVEL

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I'm here to hunt the one you call Spider-Man.

And I'm going to kill him with me bare hands.



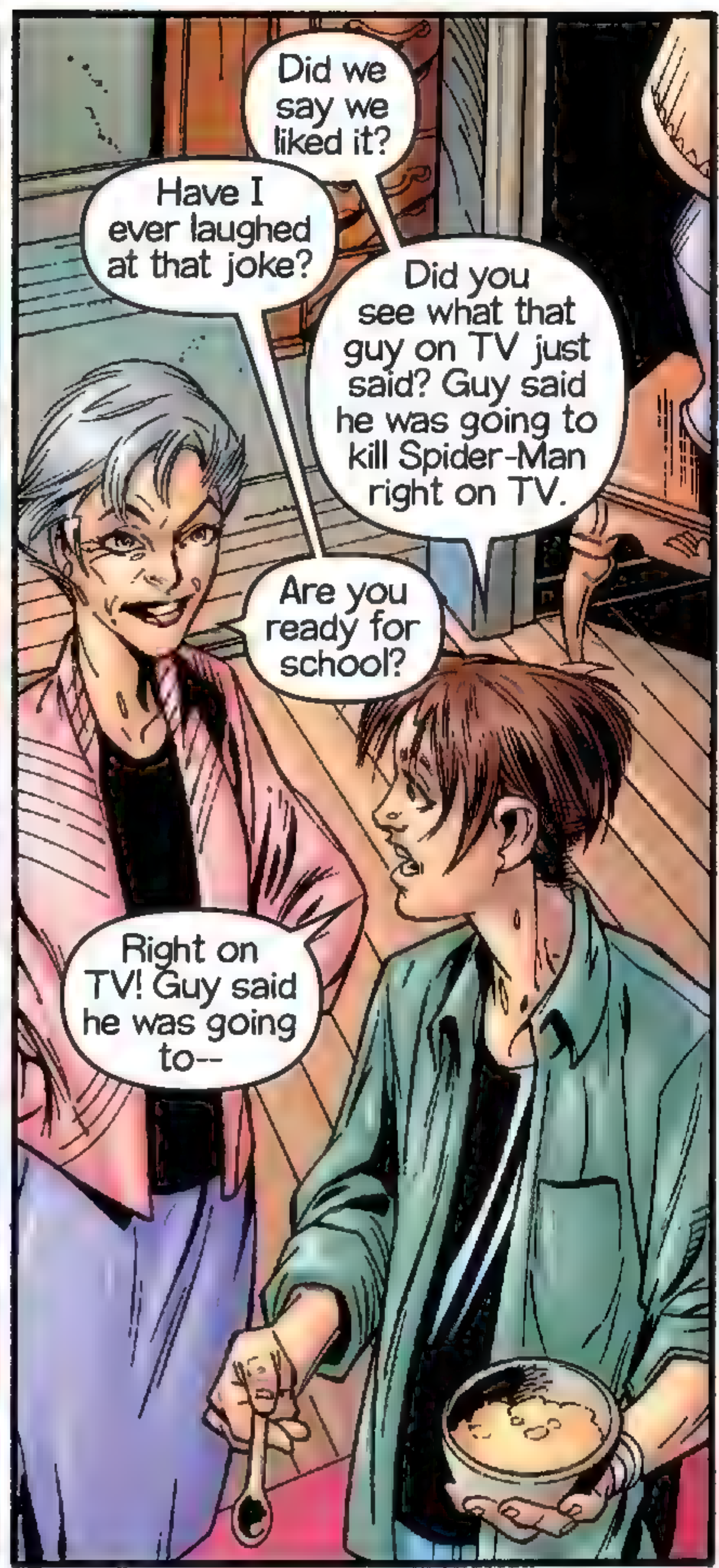
There you have it, Katie.

Publicity stunt? Sure sounds like it.

But we all know Kraven is a master showman...

...so it's bound to be a fun show to watch.

What did we say about eating in the living room?



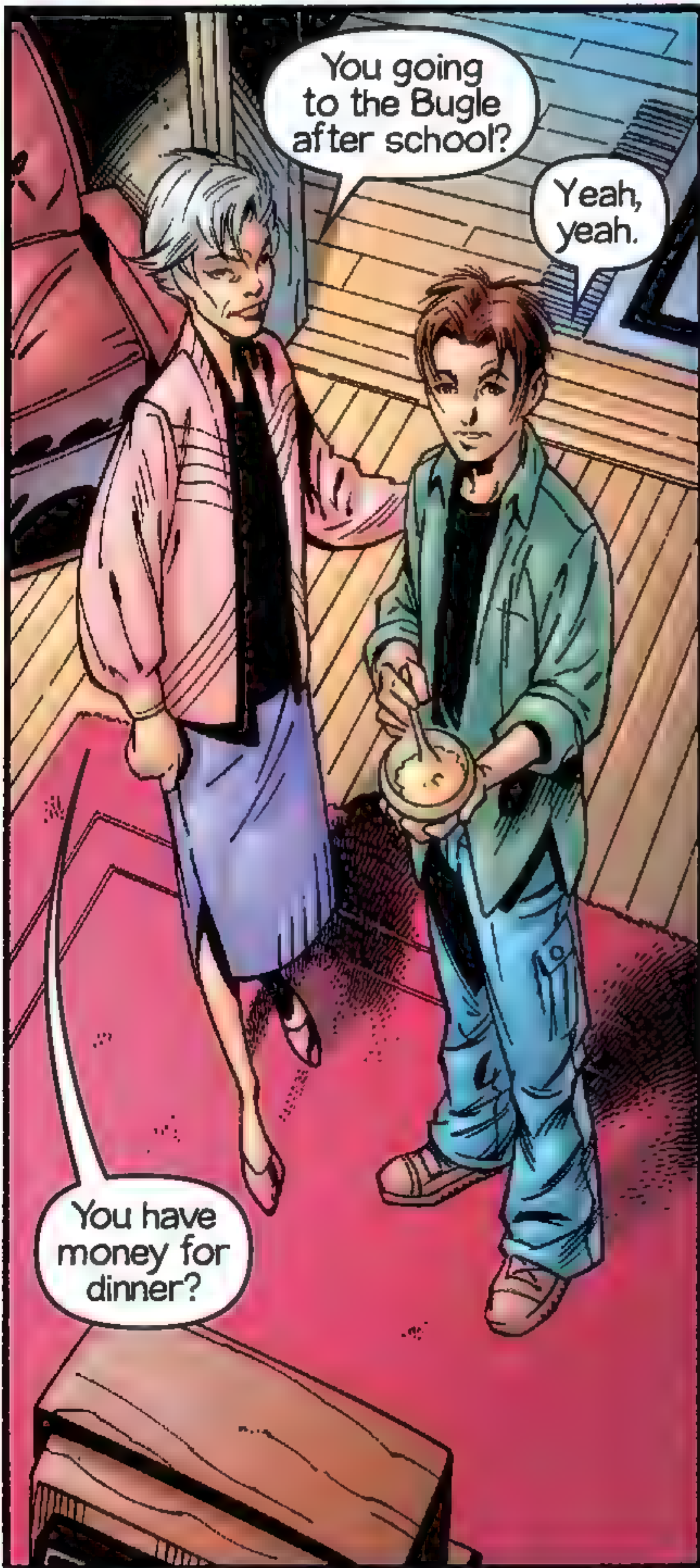
Did we say we liked it?

Have I ever laughed at that joke?

Did you see what that guy on TV just said? Guy said he was going to kill Spider-Man right on TV.

Are you ready for school?

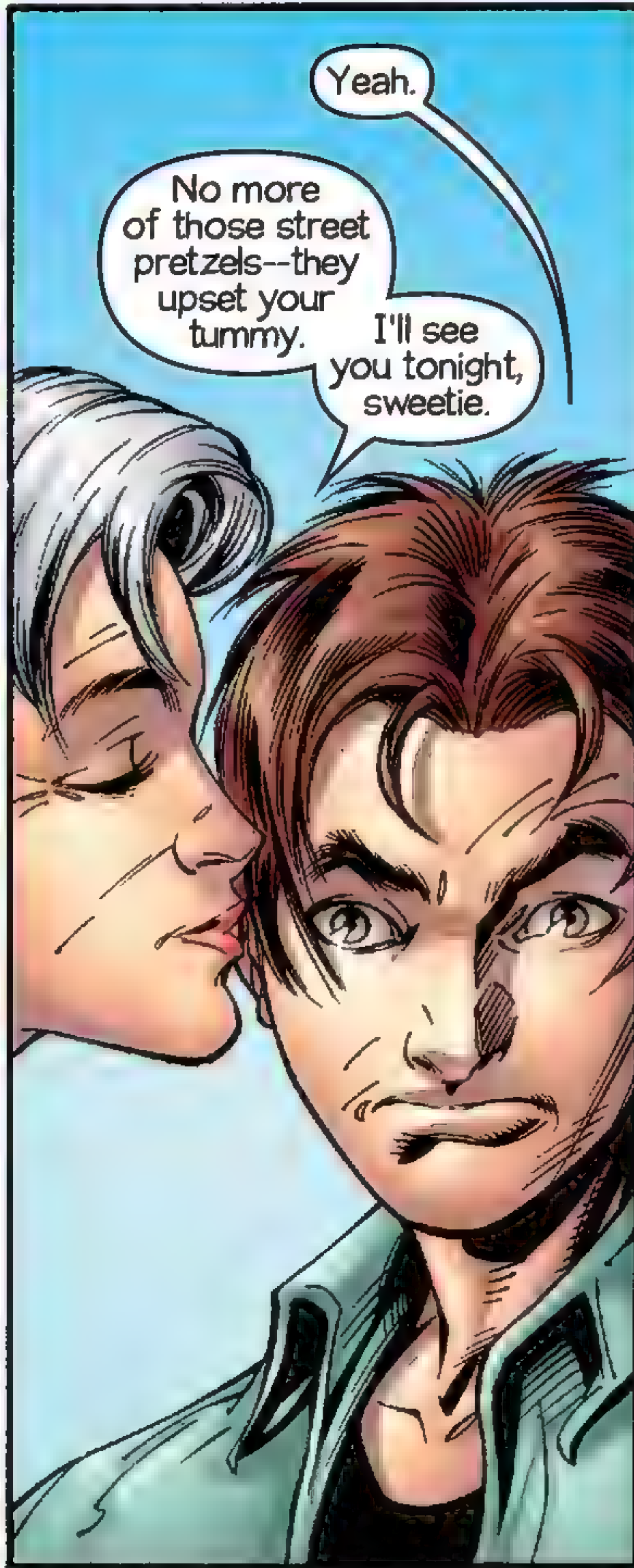
Right on TV! Guy said he was going to--



You going to the Bugle after school?

Yeah, yeah.

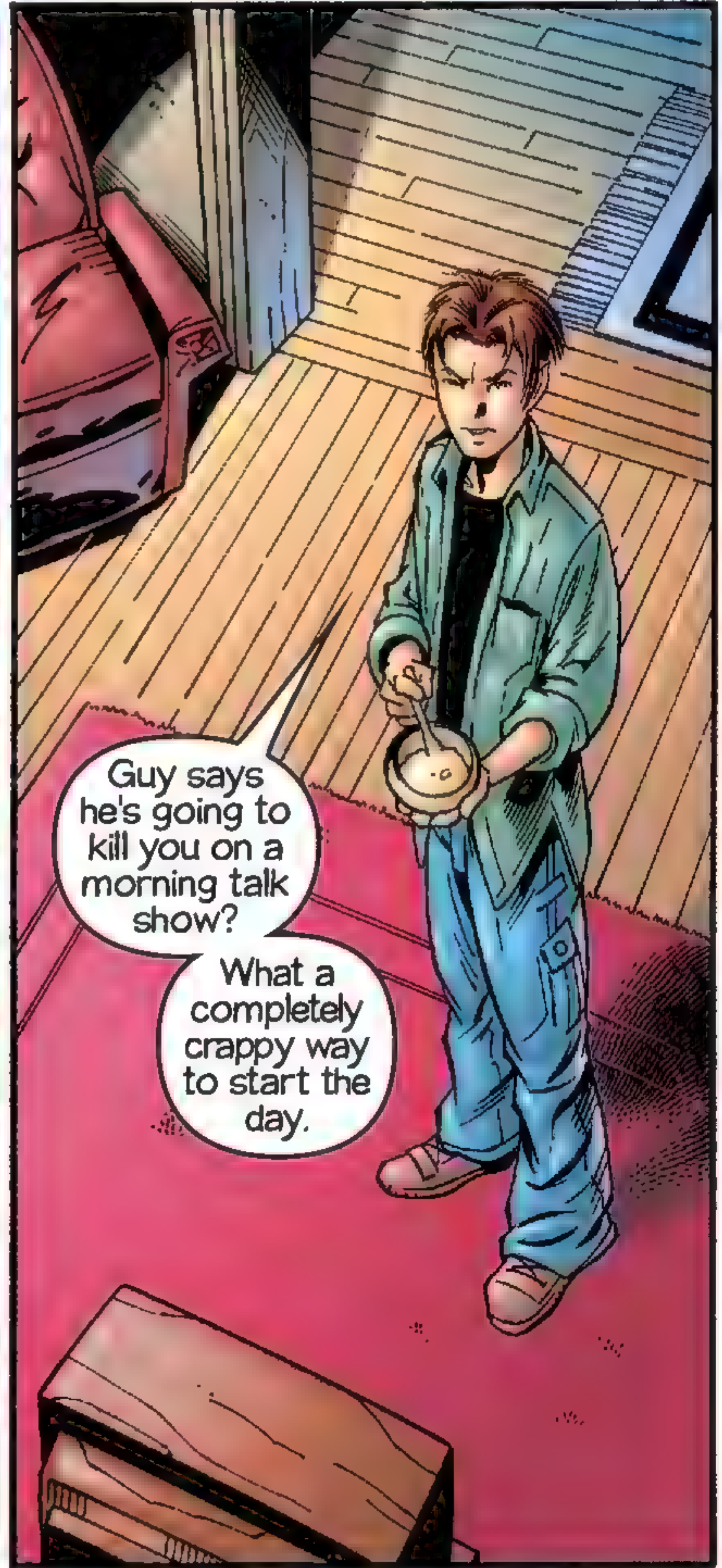
You have money for dinner?



Yeah.

No more of those street pretzels--they upset your tummy.

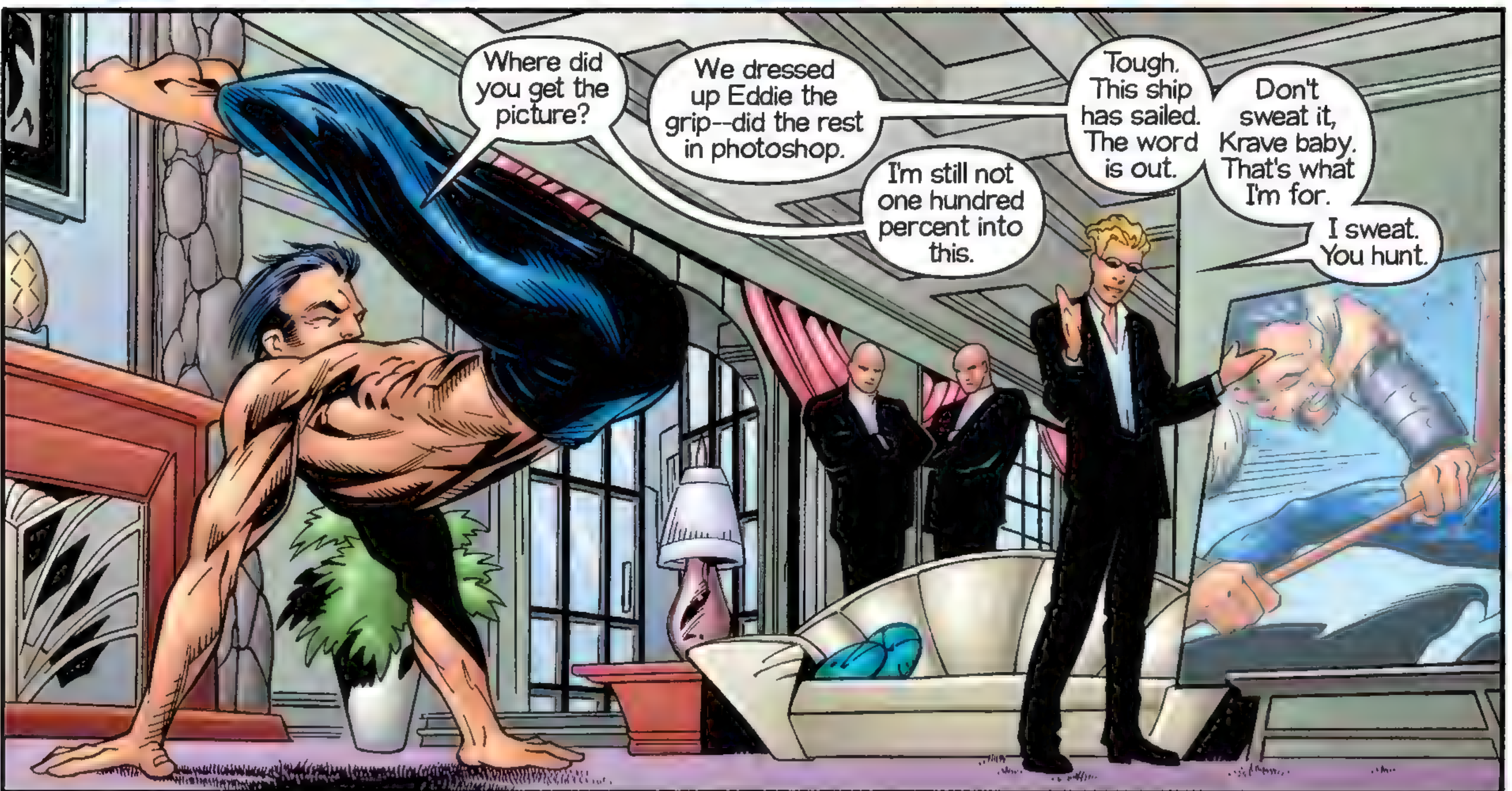
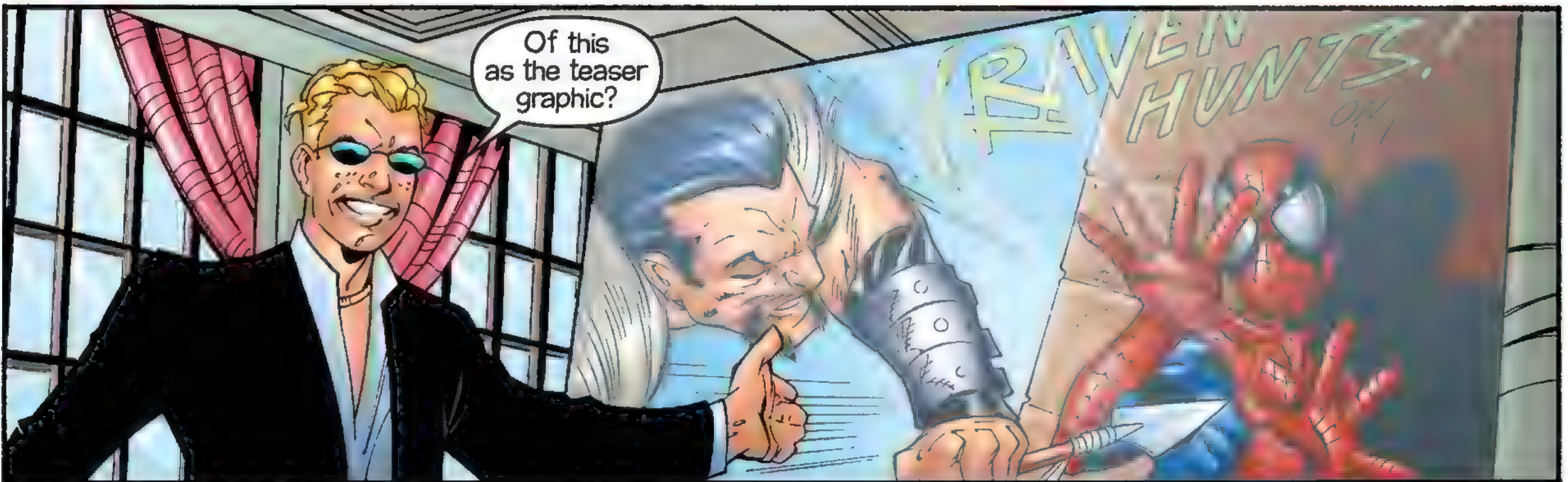
I'll see you tonight, sweetie.



Guy says he's going to kill you on a morning talk show?

What a completely crappy way to start the day.









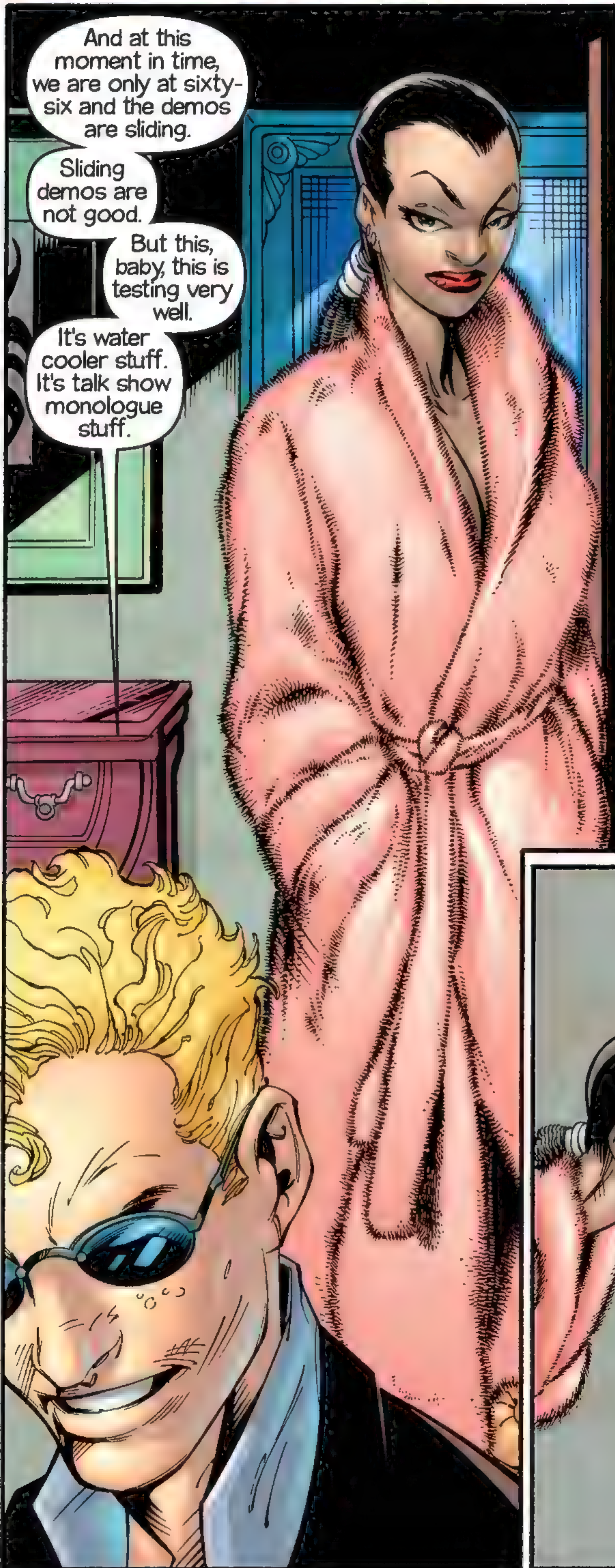
It's cheap theatrics.

And it will keep you on the air for another two years.

And that's aaaall I care about. And it's all you should care about, too.

We need one hundred episodes in the can—one hundred and we're in syndication heaven, Seinfeld money.

One hundred and then we can all sip margueritas by the sea, mama-cita.

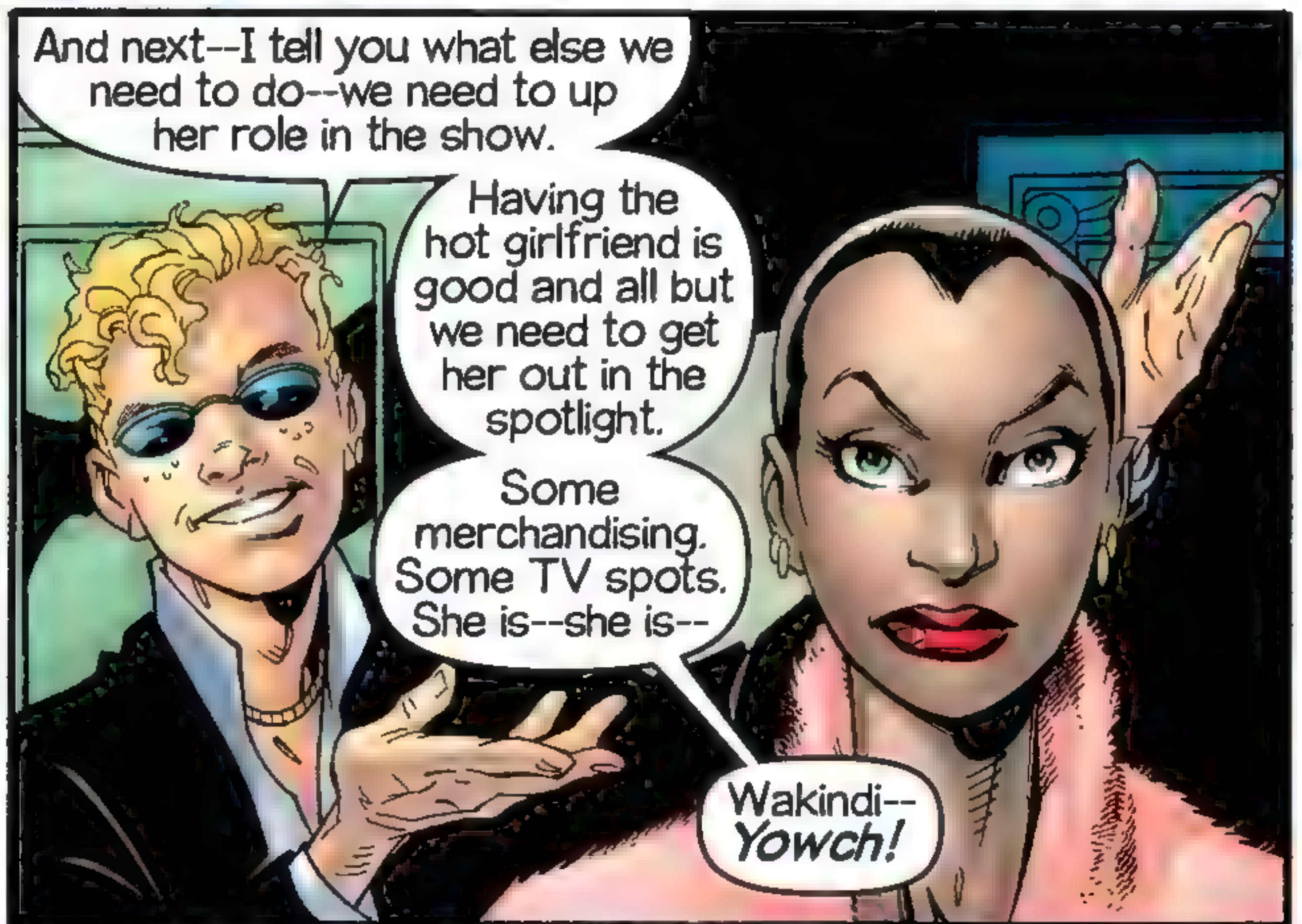


And at this moment in time, we are only at sixty-six and the demos are sliding.

Sliding demos are not good.

But this, baby, this is testing very well.

It's water cooler stuff. It's talk show monologue stuff.

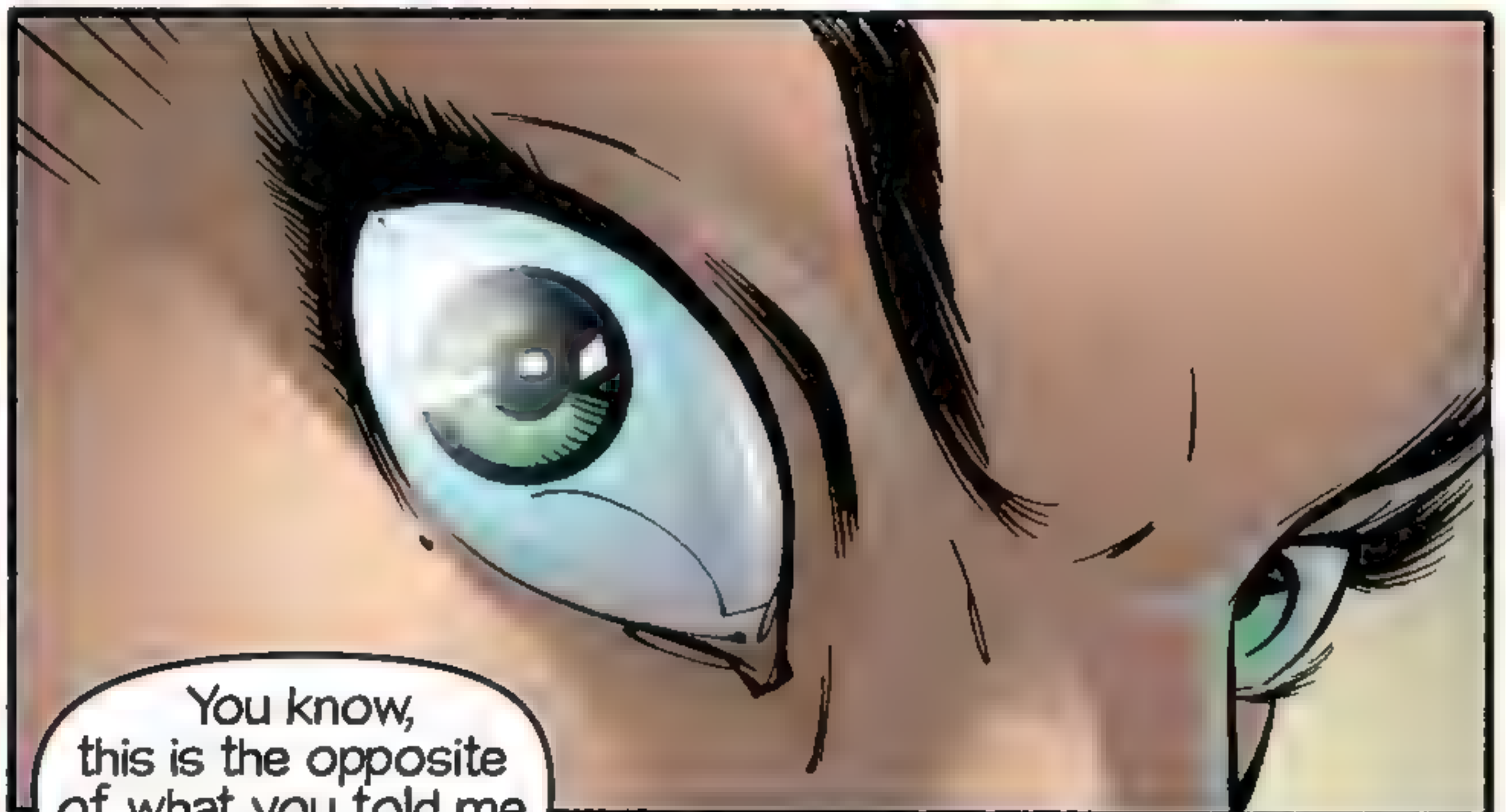


And next—I tell you what else we need to do—we need to up her role in the show.

Having the hot girlfriend is good and all but we need to get her out in the spotlight.

Some merchandising. Some TV spots. She is—she is—

Wakindi—Yowch!



You know, this is the opposite of what you told me two years ago.



What happened to tempering the act for American audiences? What happened to—?





And--and  
two years ago  
I was right.

But now?  
Now I am  
right again.



Kraven baby--  
for the next  
six months you  
are going to be  
sex and violence  
personified--

--ratings go  
up--we hit our  
mark...

...after that?  
You can look in  
the camera and  
read 'The Great  
Gatsby' for all  
I care.



But the  
good news for  
all of us is: you are  
sex and violence  
personified.

So, just be  
yourself. Be you,  
being you.

Focus that  
incredible charm  
and prowess  
right here--right  
now.

Have fun  
with it.

Do your  
thing.

Hunt.

Say what  
you will--



--but I actually  
think this is going  
to be one of the  
biggest challenges  
of your career.



One week later...

That's an interesting question, Peter...

...but what about the Kennedy/Nixon debate? The first televised Presidential debate?

People in the room where the debate was taped-- people who were there--say that Nixon clearly won the debate.

But everyone watching on TV, at home, thought that Kennedy had won.

Why? Because Kennedy looked better on TV.

Many people believe that this single moment changed politics forever.

I think it changed the entire world forever.

Name one thing that television doesn't...

I'm sorry to interrupt the class, Mrs. Harris. But...

...but young Ms. Stacy is being allowed back into class, if that's all right with you.

Her father, Police Captain Stacy, has guaranteed there will be no more incidents like the one last week.

Uh... sure.

But first she has something to say...

Yeah-- uh--I guess I just wanted to tell you all that I am sorry I pulled a knife out and that I didn't mean any harm or nothin'...

I -- I know you don't know me or anything and I just came to this school but--

--but I'm not, like, 'crazy girl looking to terrorize the school' or anything.

I just-- I got bummed out when I saw all the bullying going on.

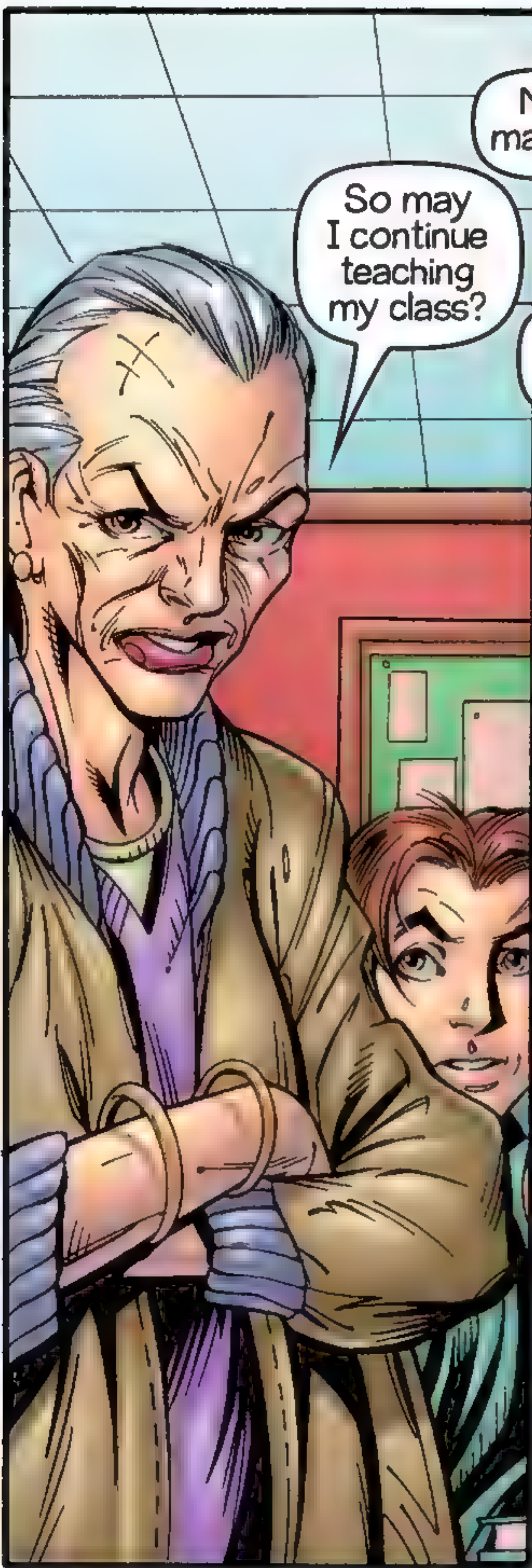
I don't like bullies. But I know that's no excuse and I--

So, I do apologize for the knife and I won't -- I won't do it again.





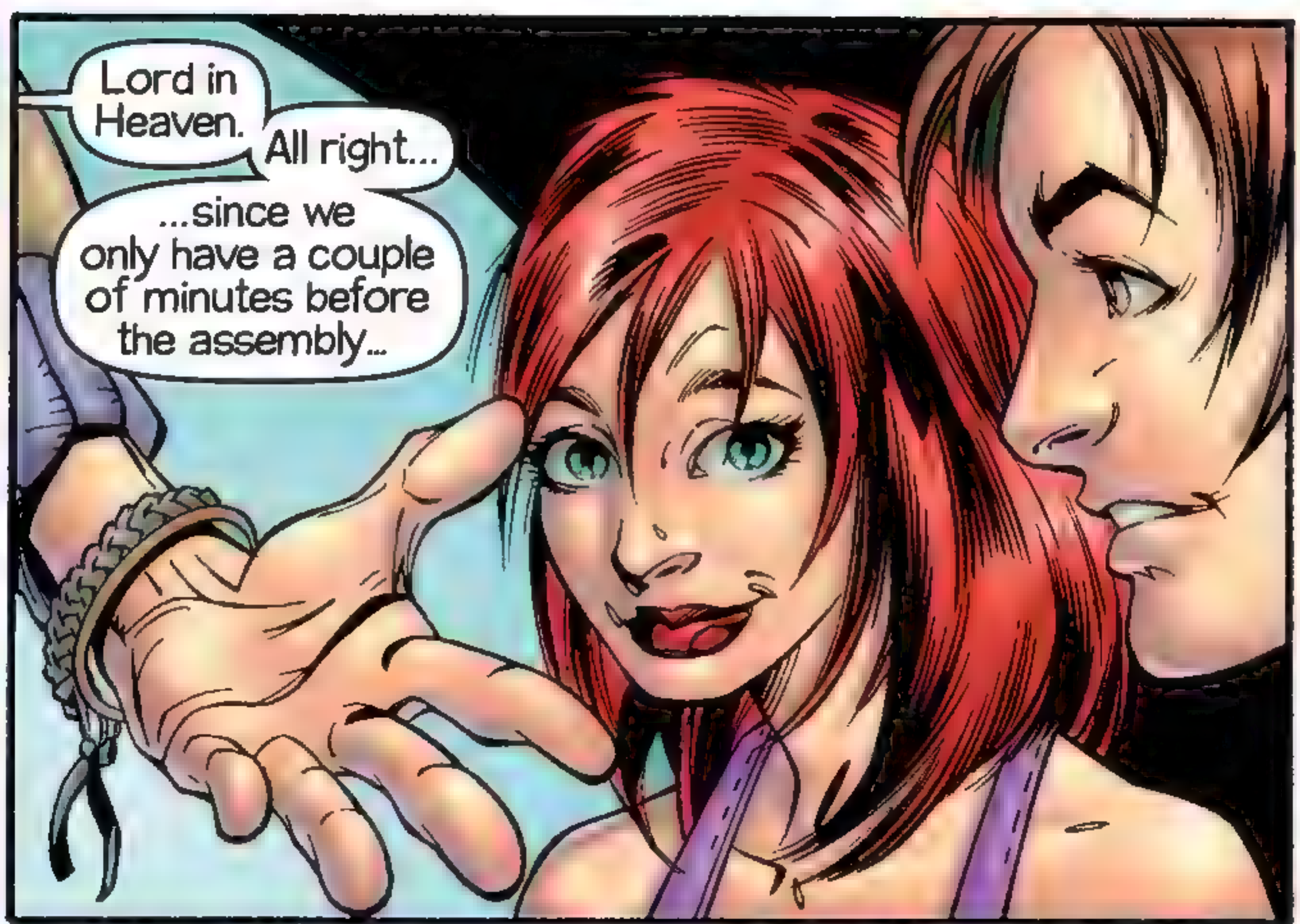
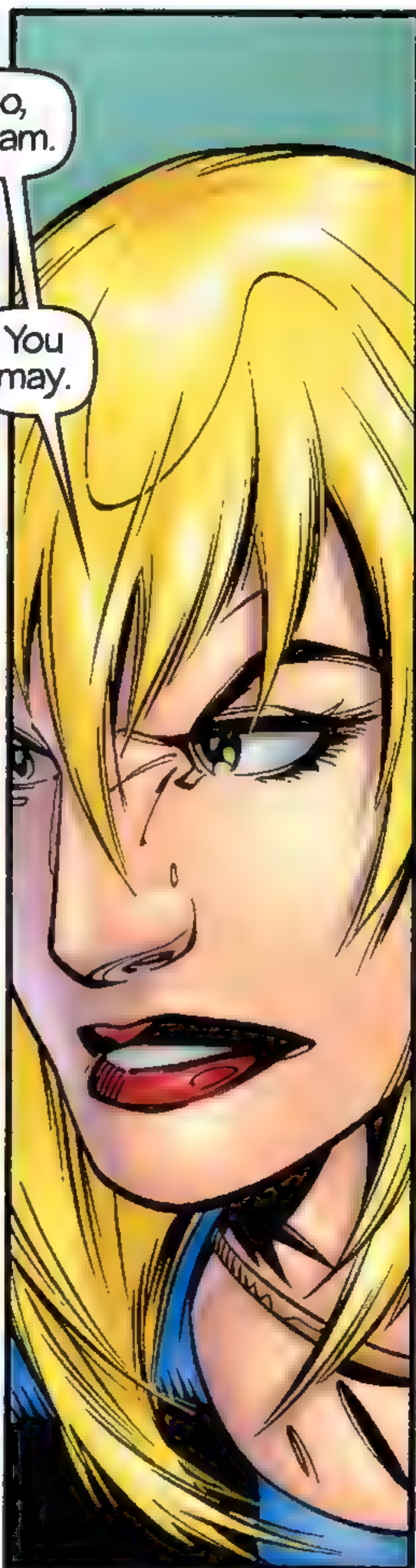




So may I continue teaching my class?

No, ma'am.

You may.



Lord in Heaven.

All right...

...since we only have a couple of minutes before the assembly...



...so let's take the time to go over any questions about...

Skank.

Birth defect.

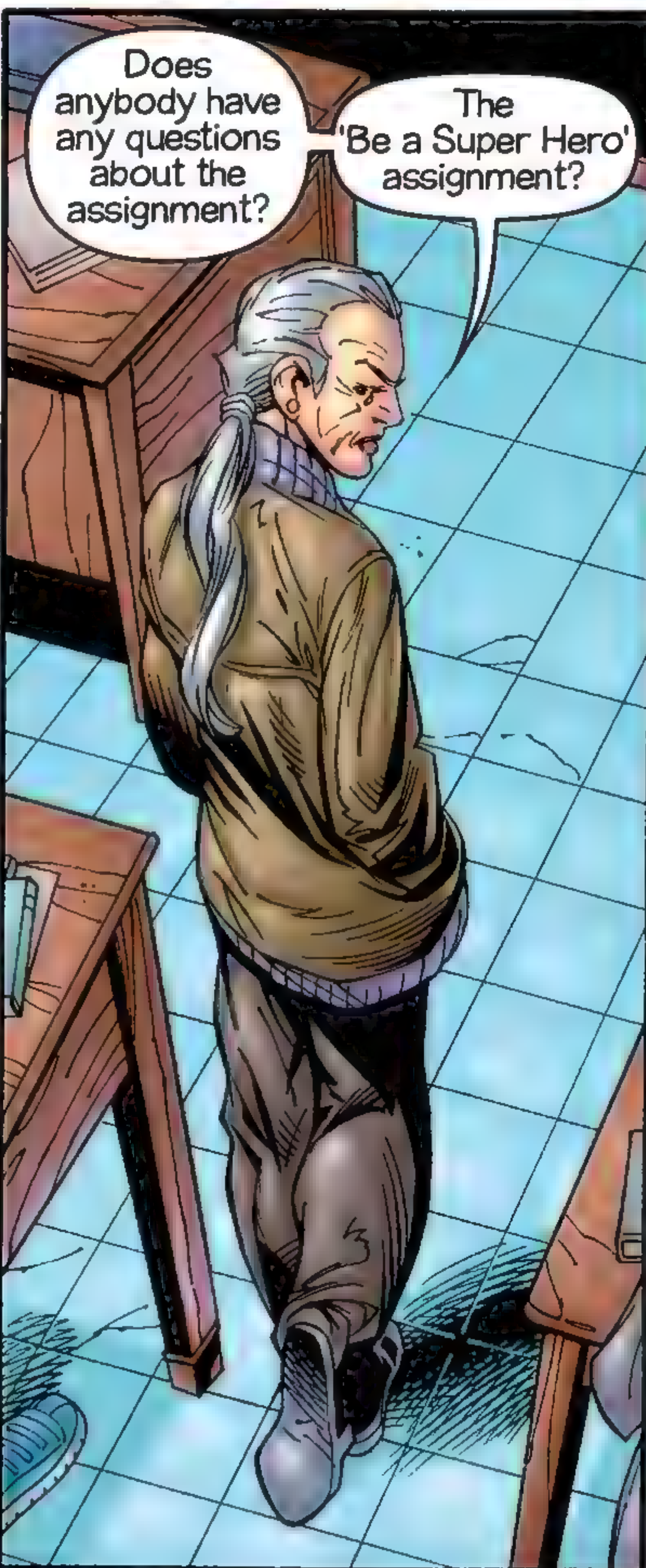


Any!

Questions!

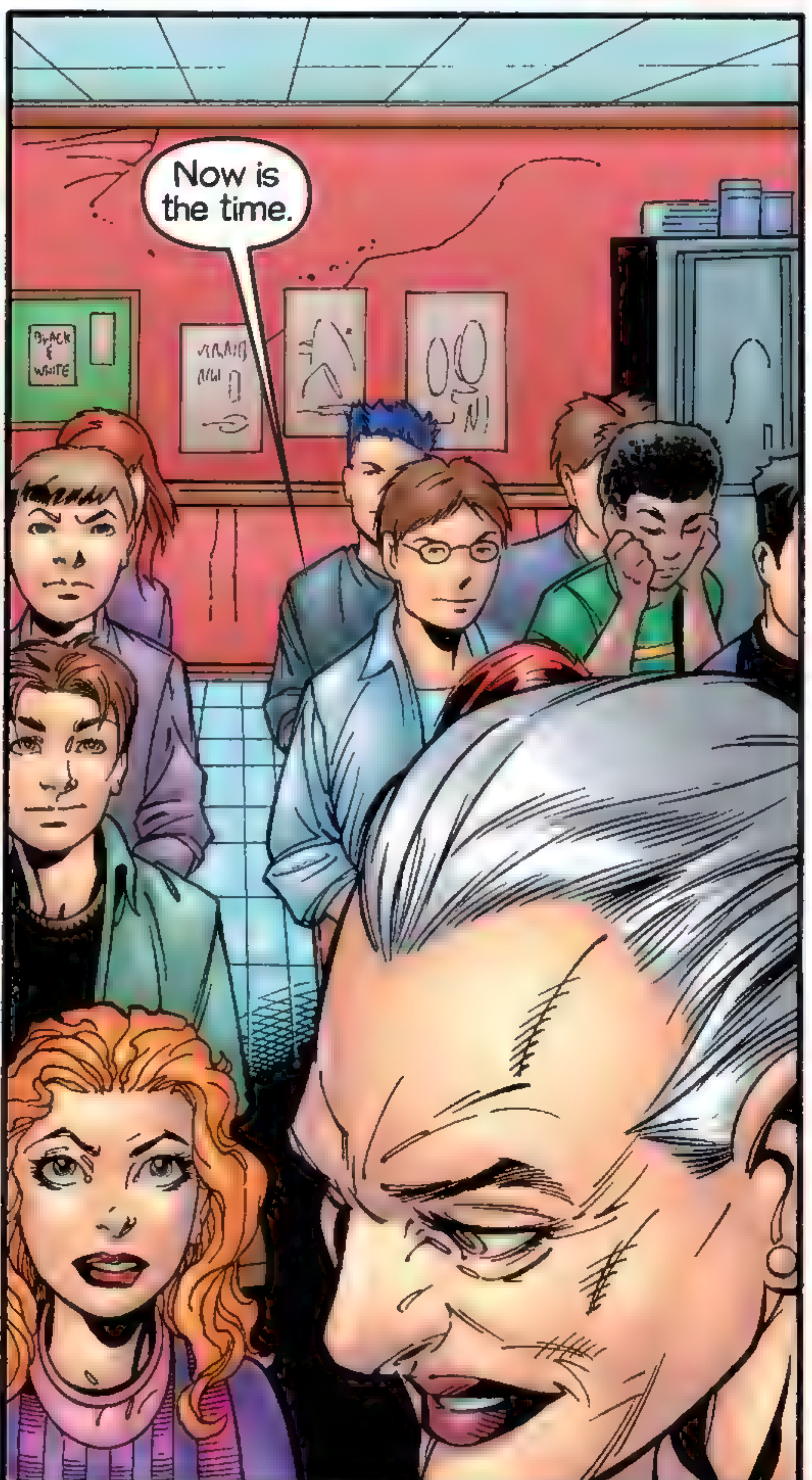
About!

The assignment?!



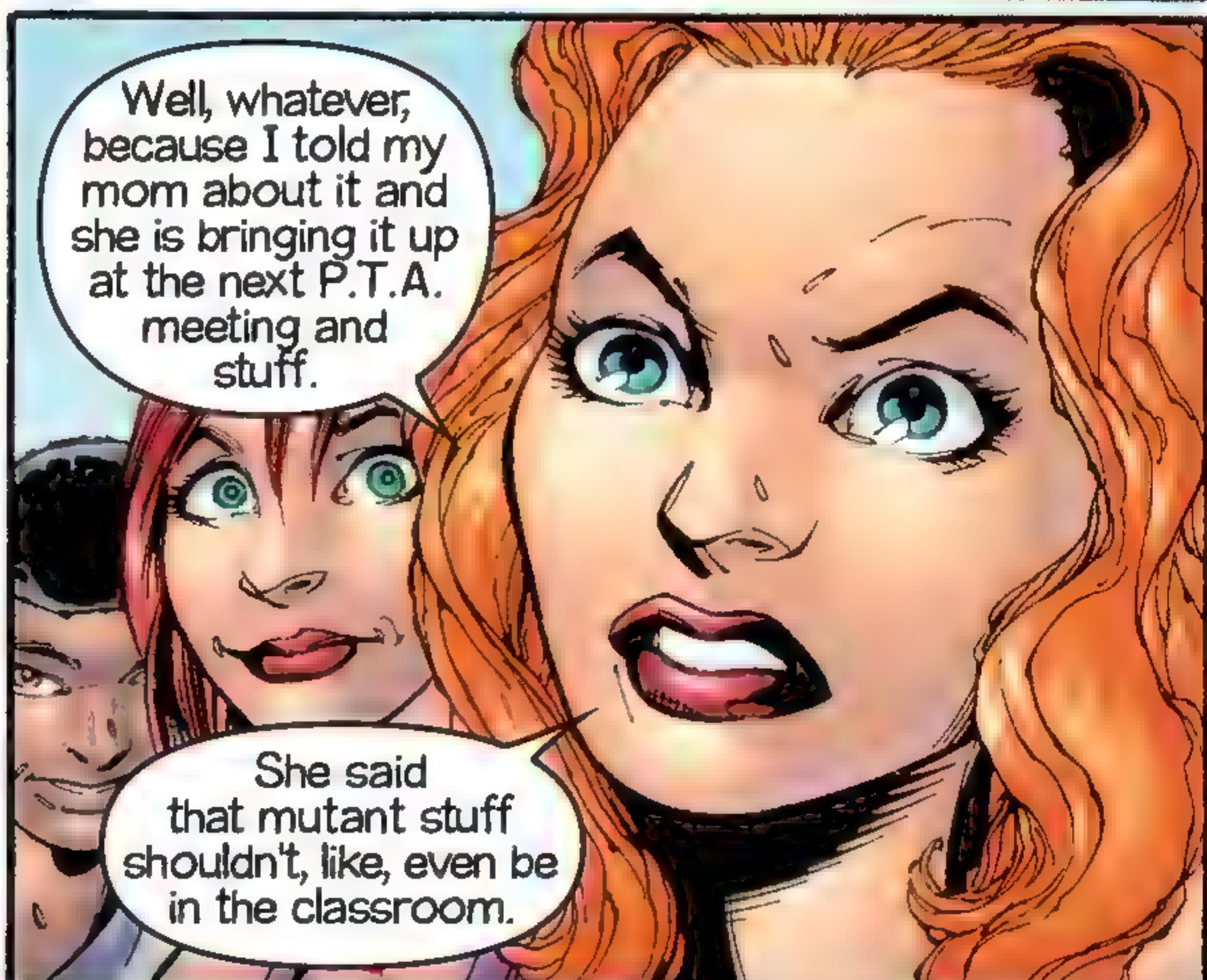
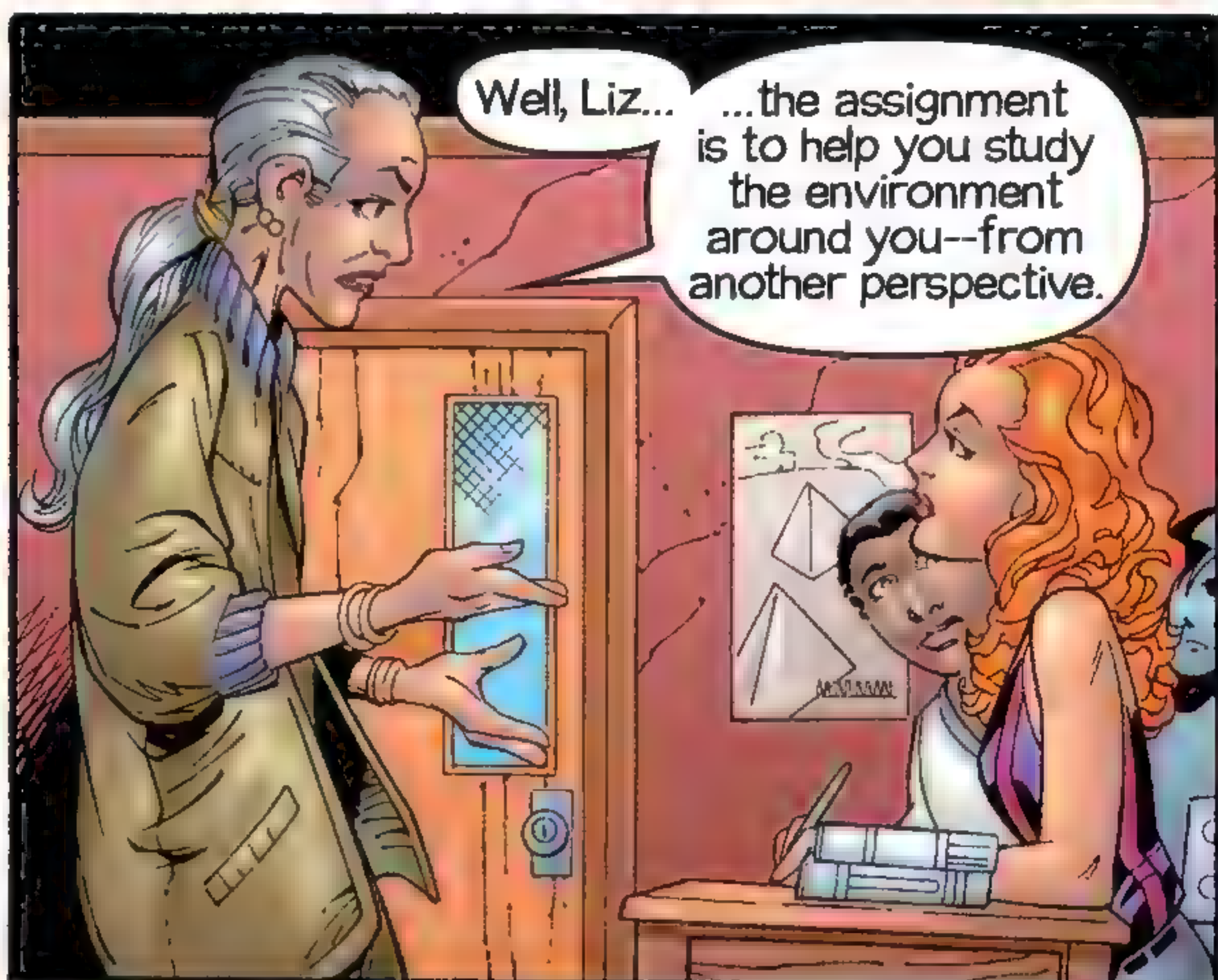
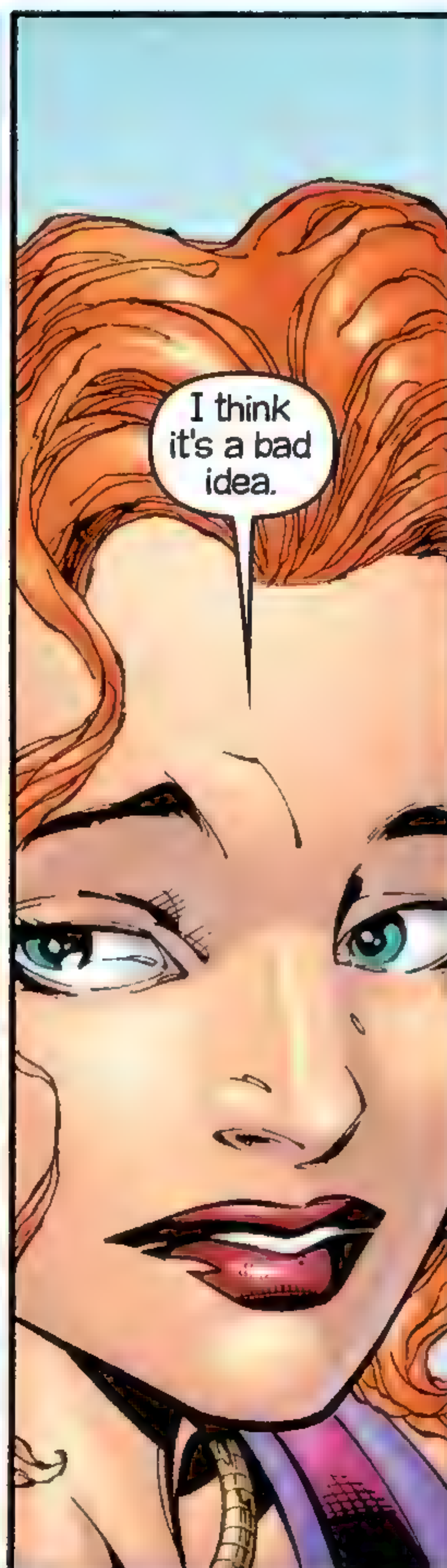
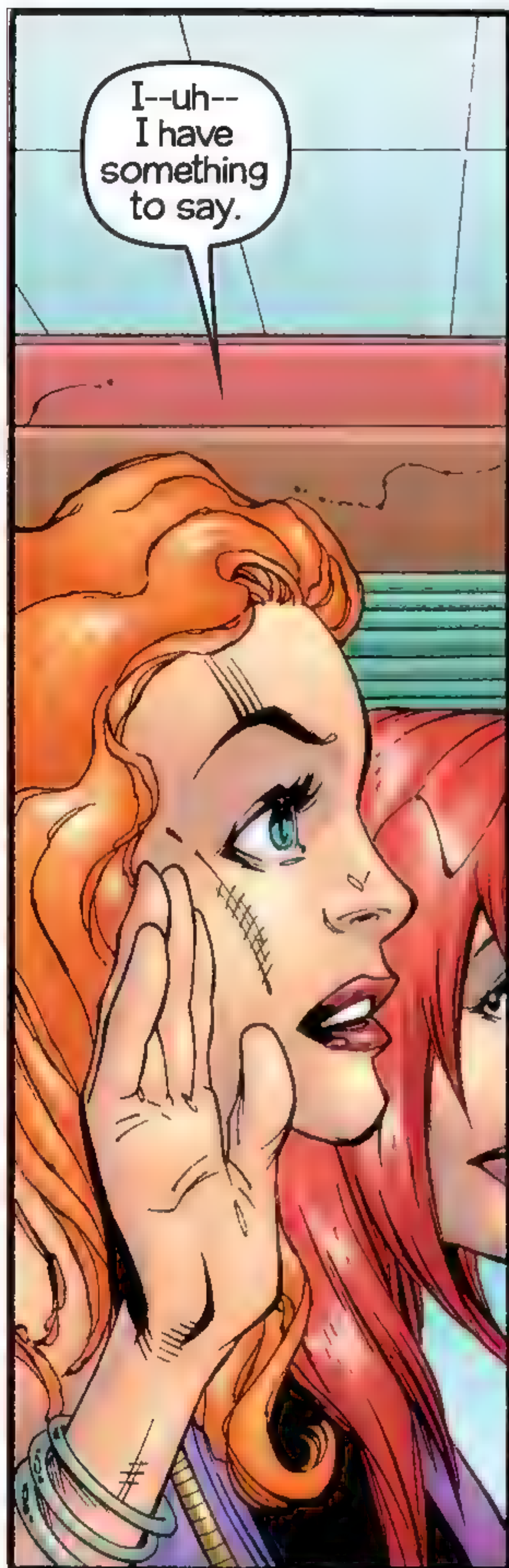
Does anybody have any questions about the assignment?

The 'Be a Super Hero' assignment?

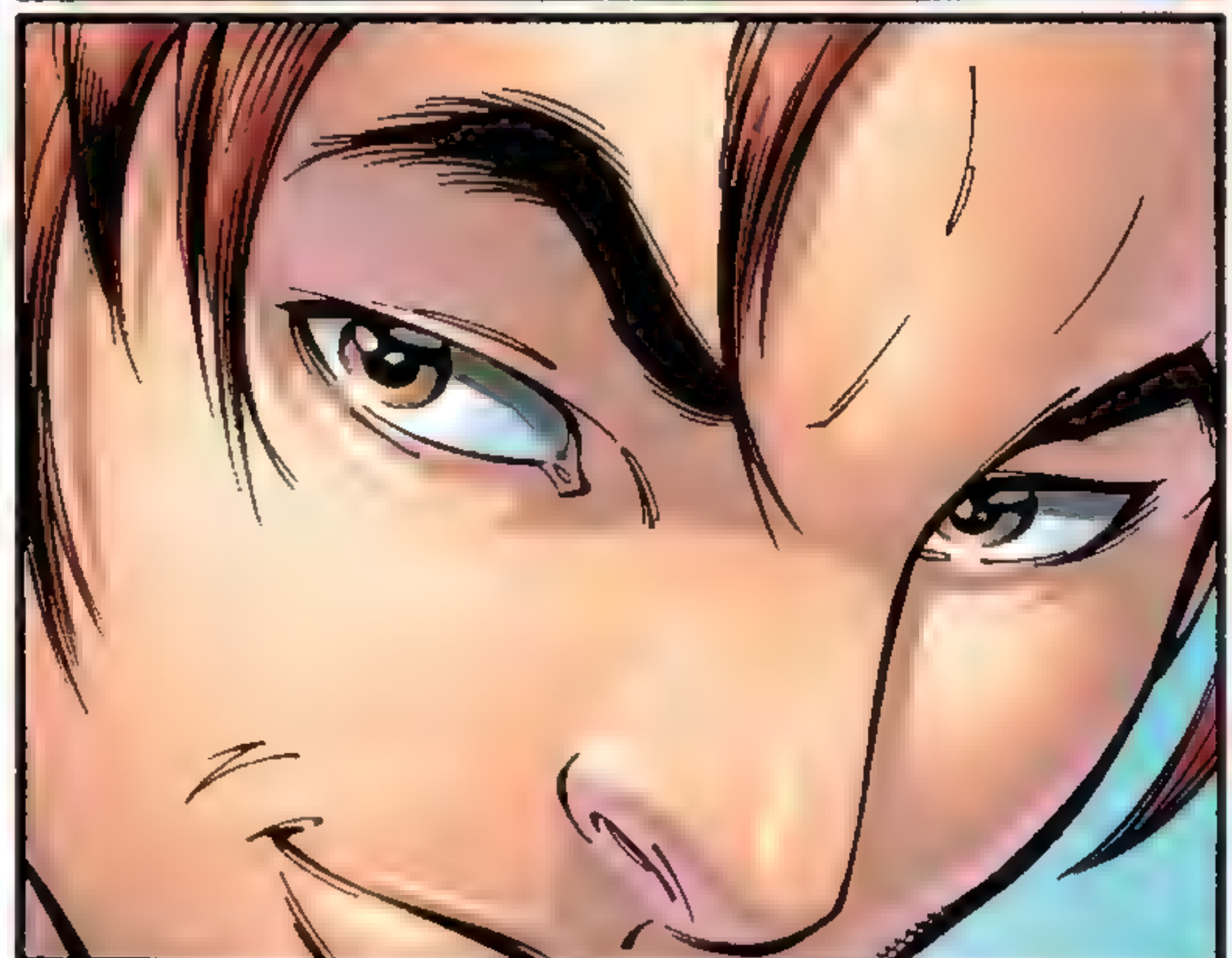
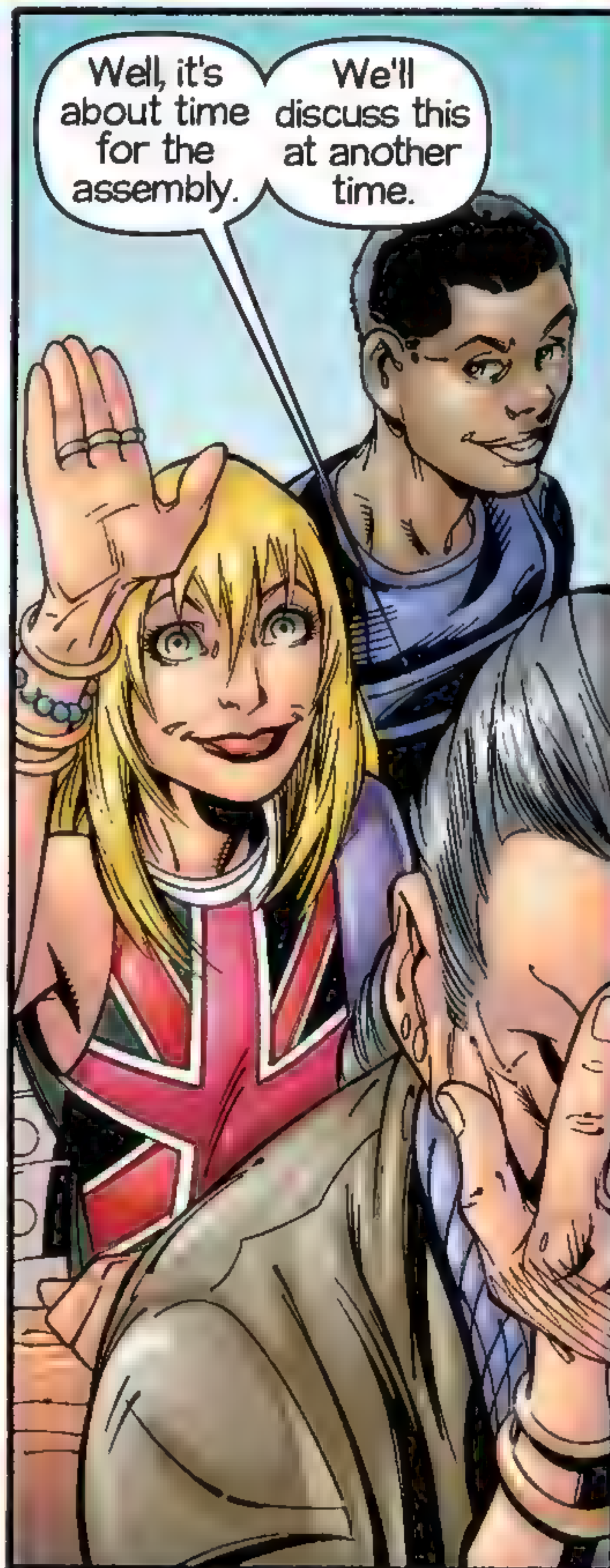
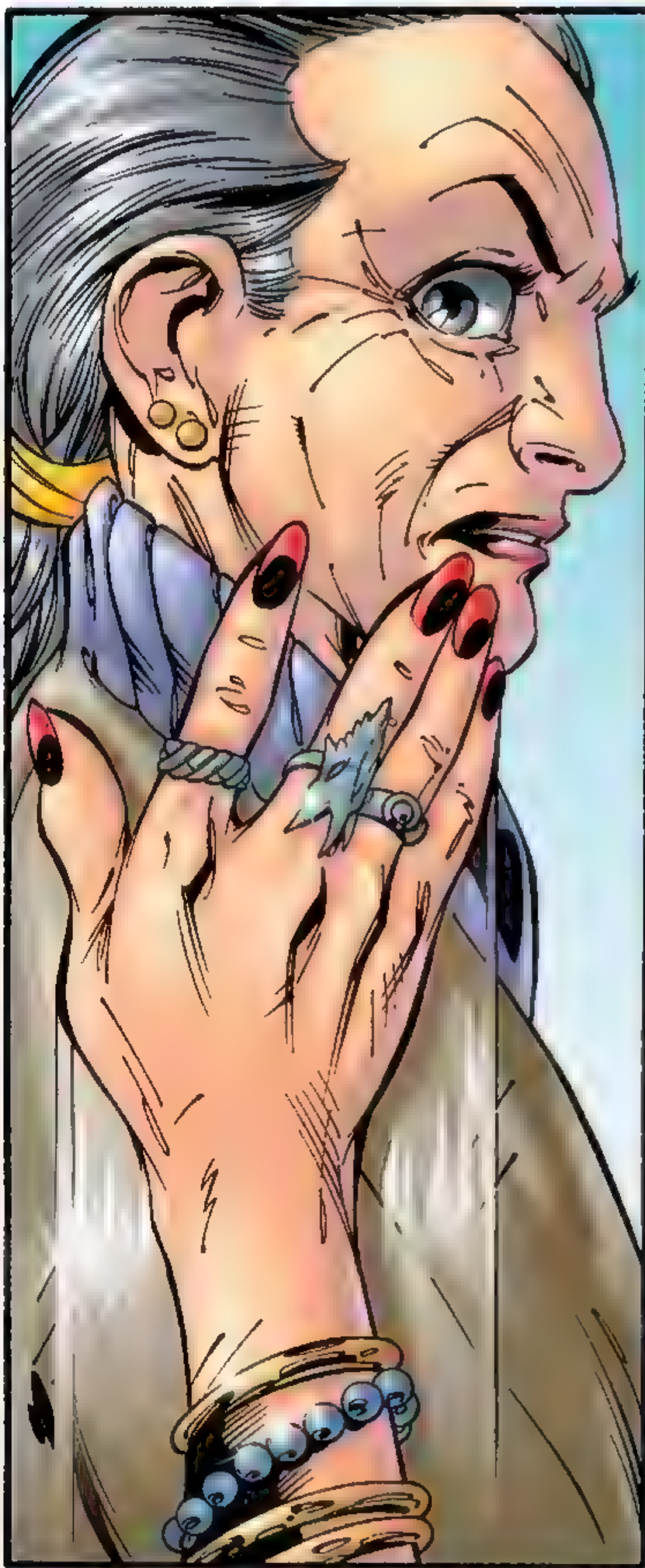
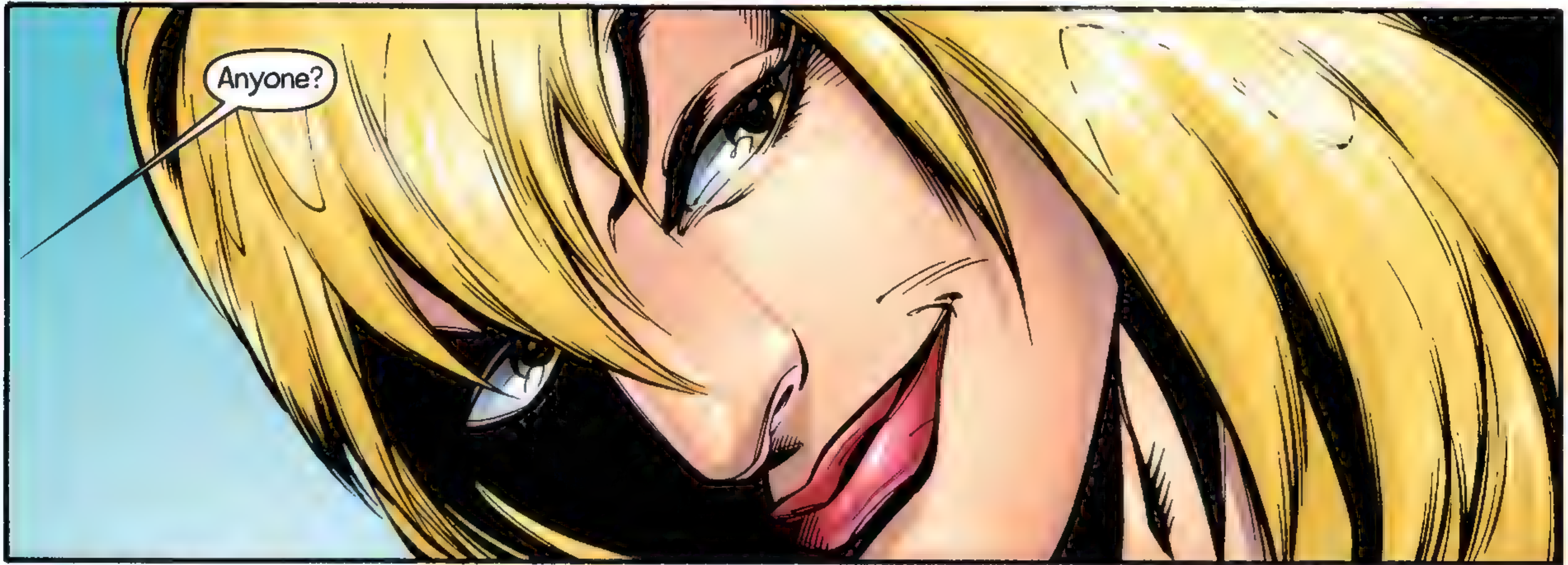
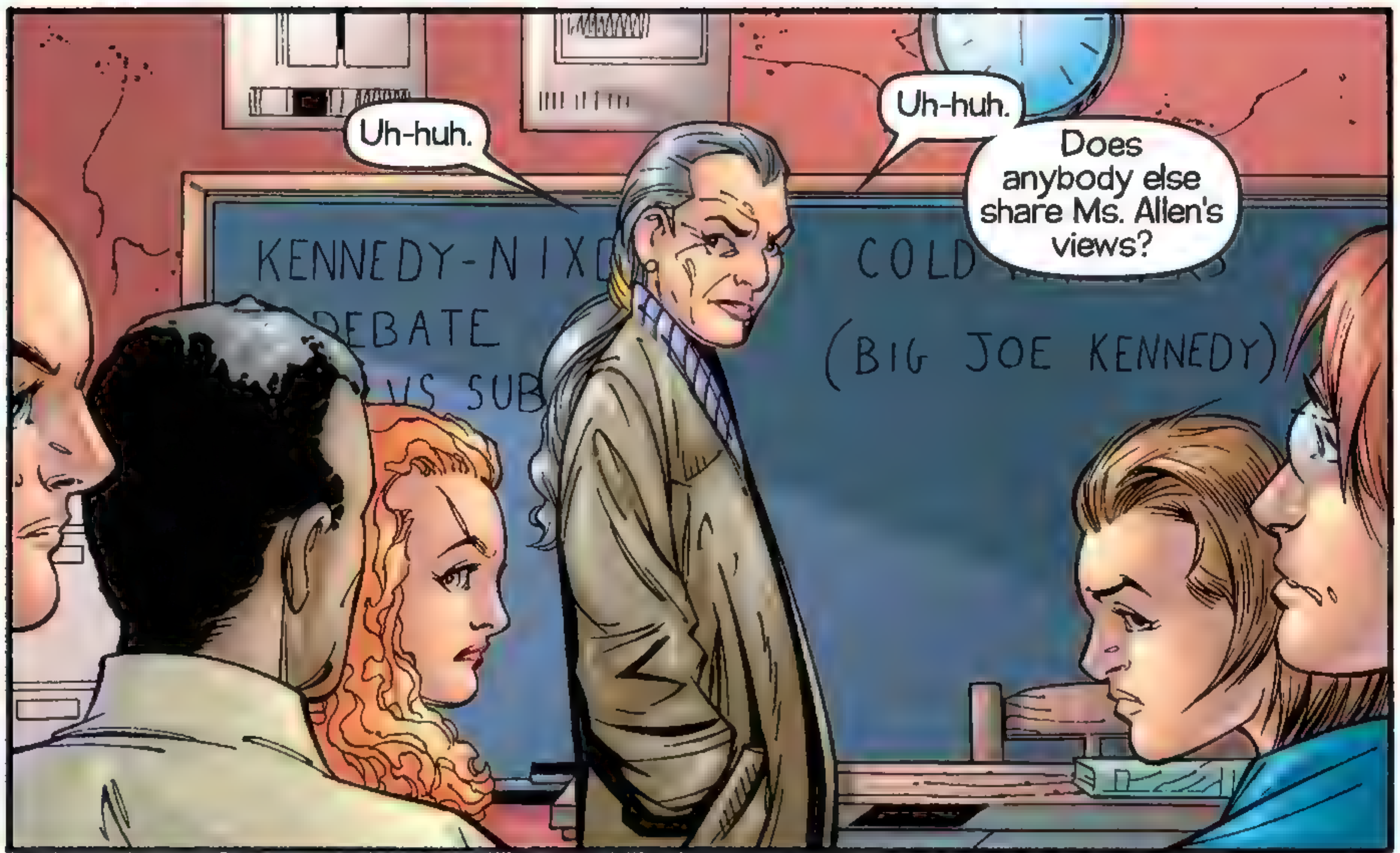


Now is the time.

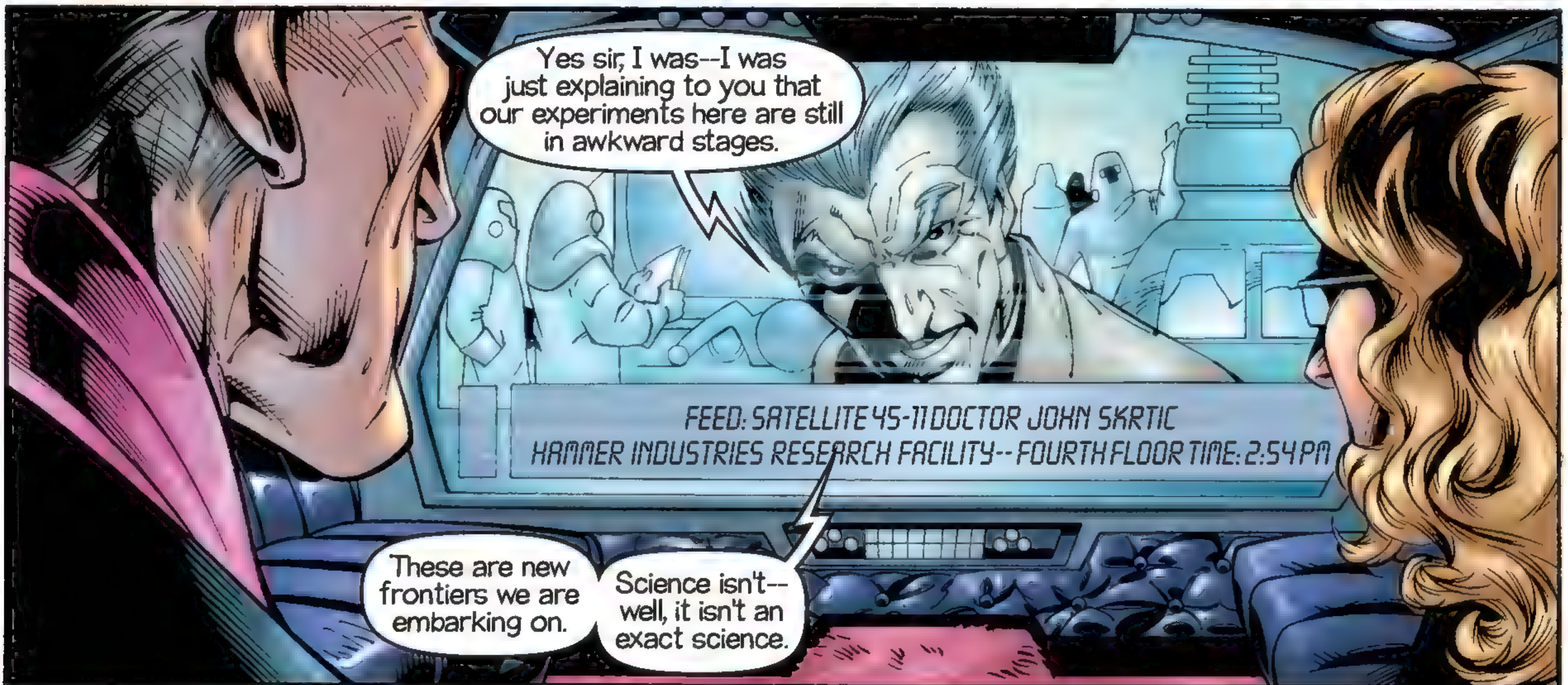
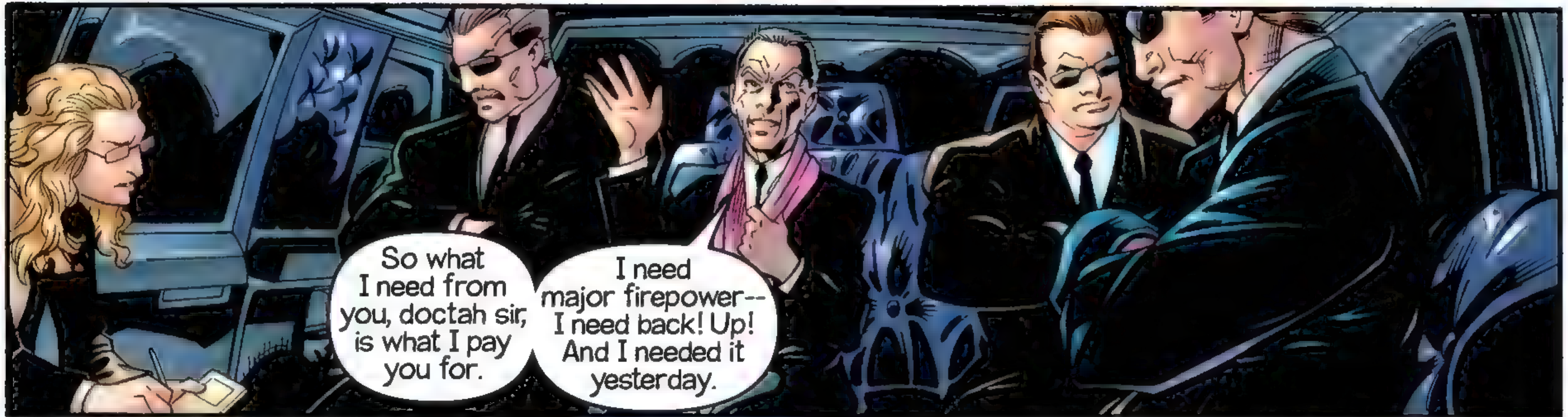
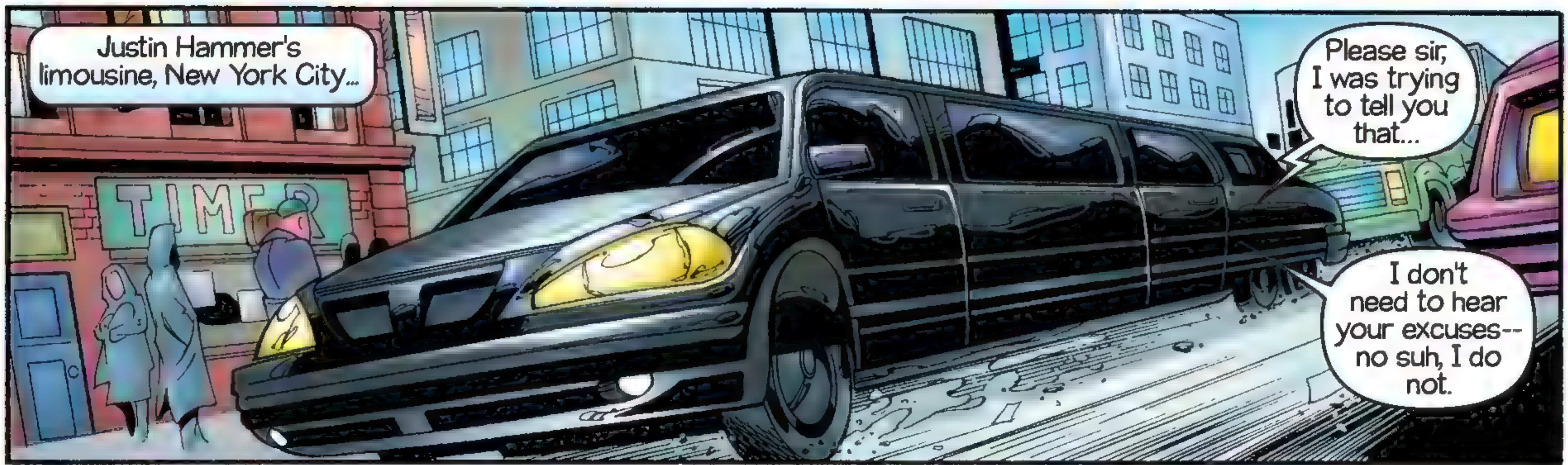












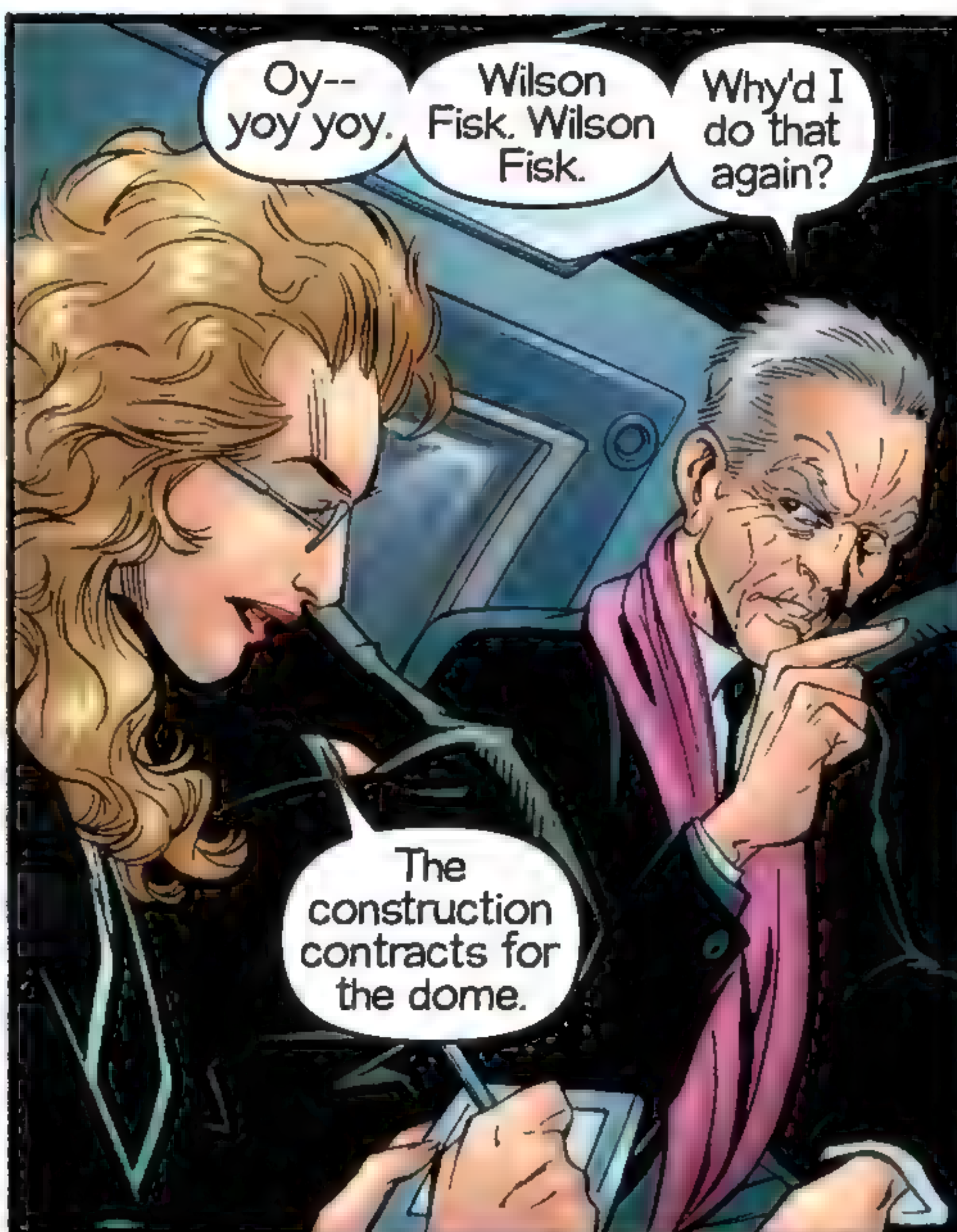




Electro.  
Yes, sir.

You--well,  
you sold him to  
Wilson Fisk.

I think  
he's back in  
prison now.

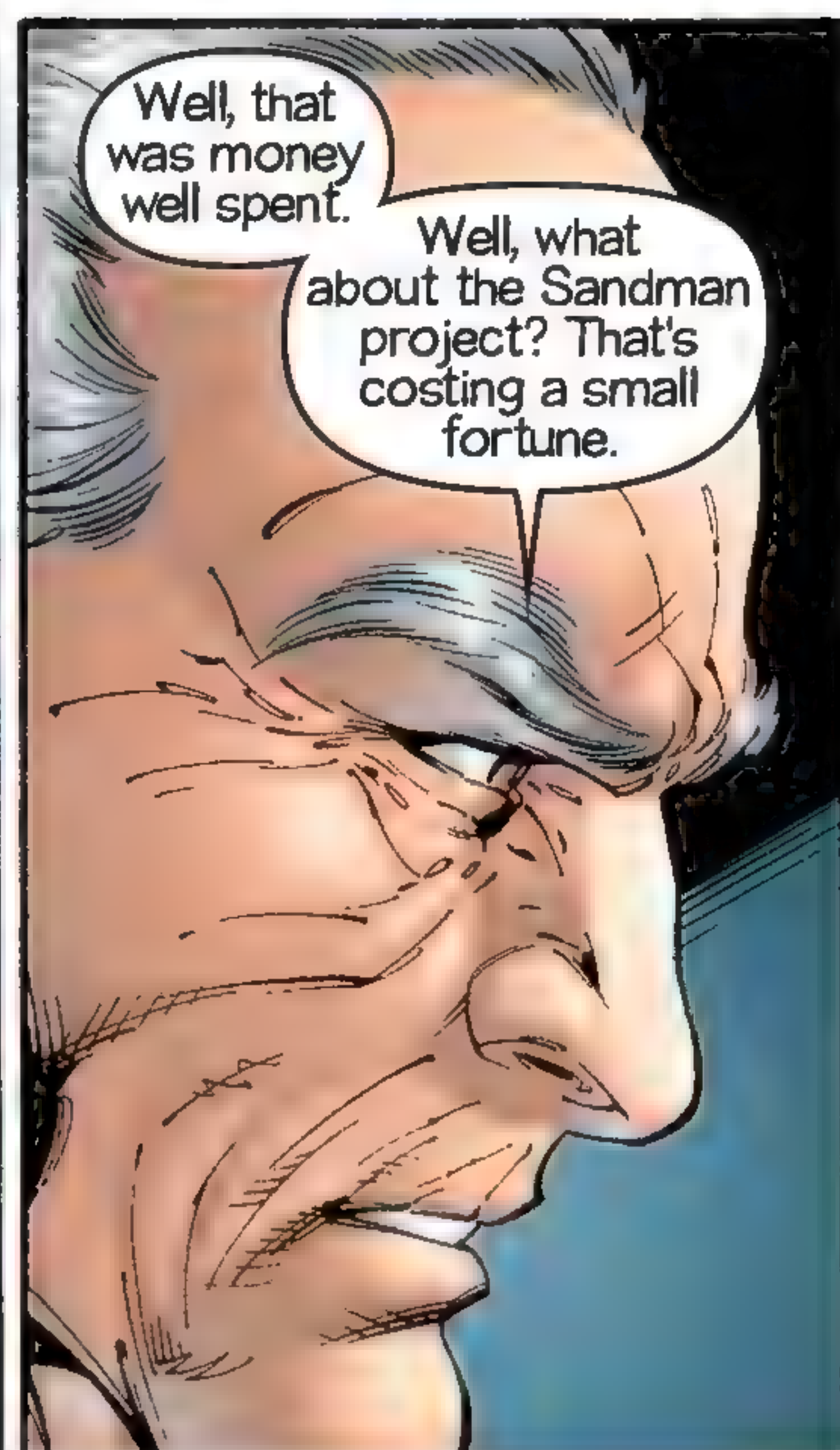


Oy--  
yoy yoy.

Wilson  
Fisk. Wilson  
Fisk.

Why'd I  
do that  
again?

The  
construction  
contracts for  
the dome.



Well, that  
was money  
well spent.

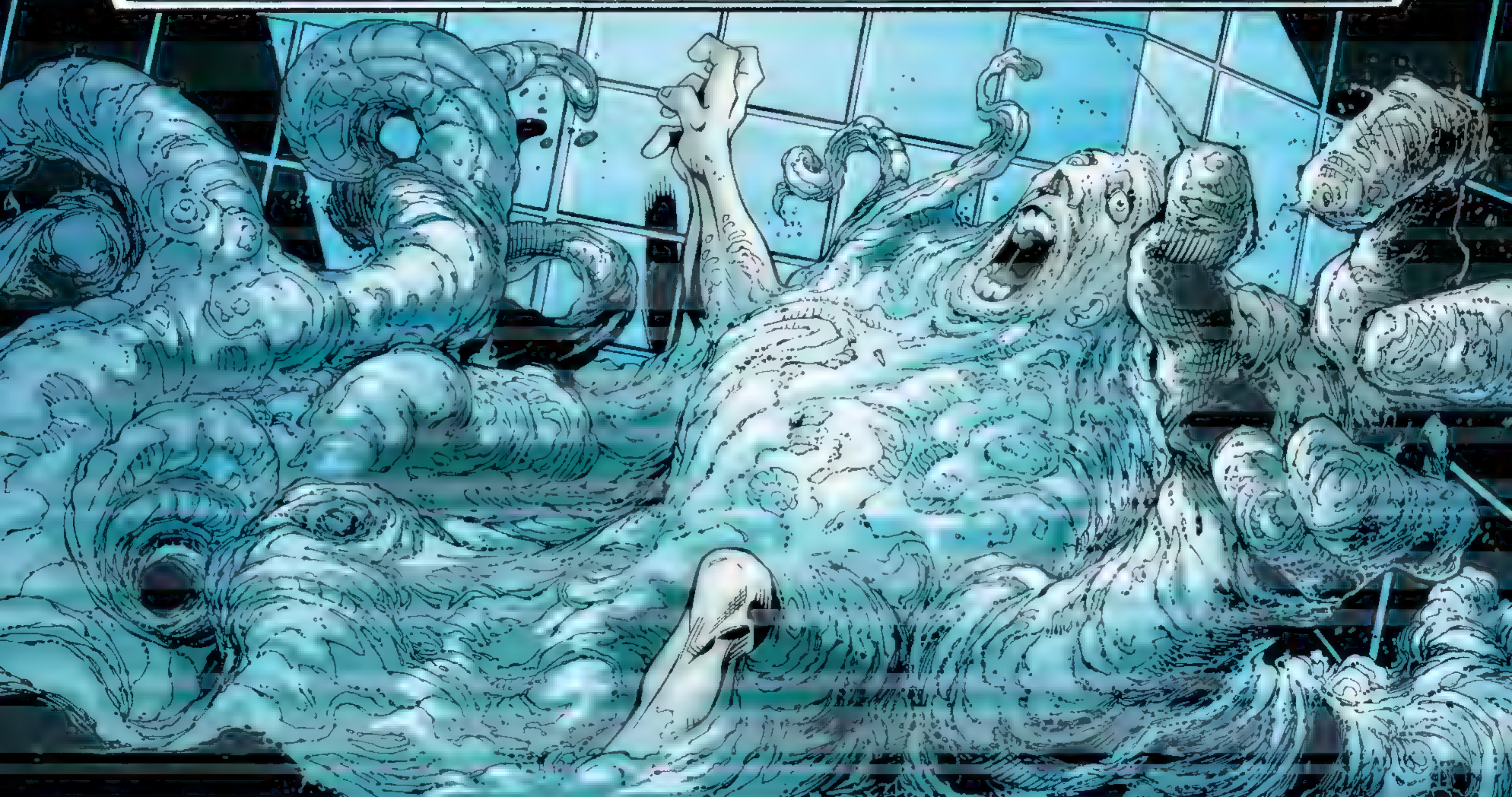
Well, what  
about the Sandman  
project? That's  
costing a small  
fortune.



Yes, and it's  
going fine, but  
as you can see  
we are having a  
couple of bumps  
in the road.

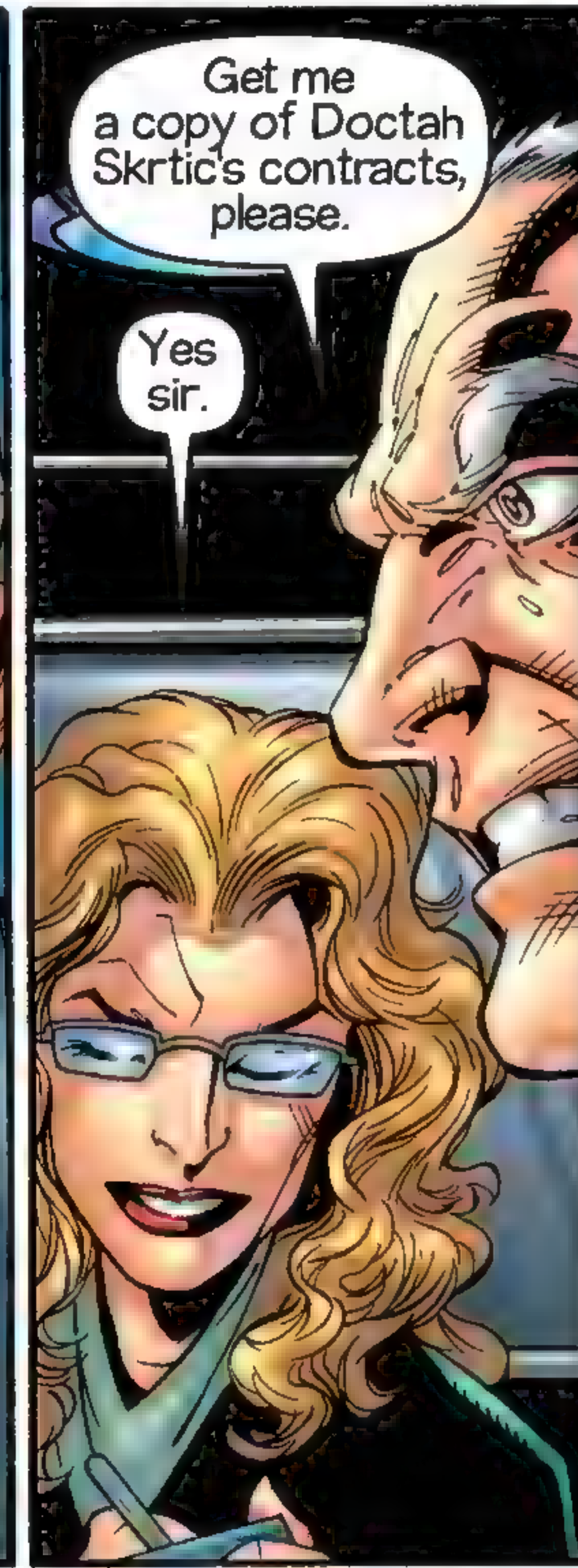
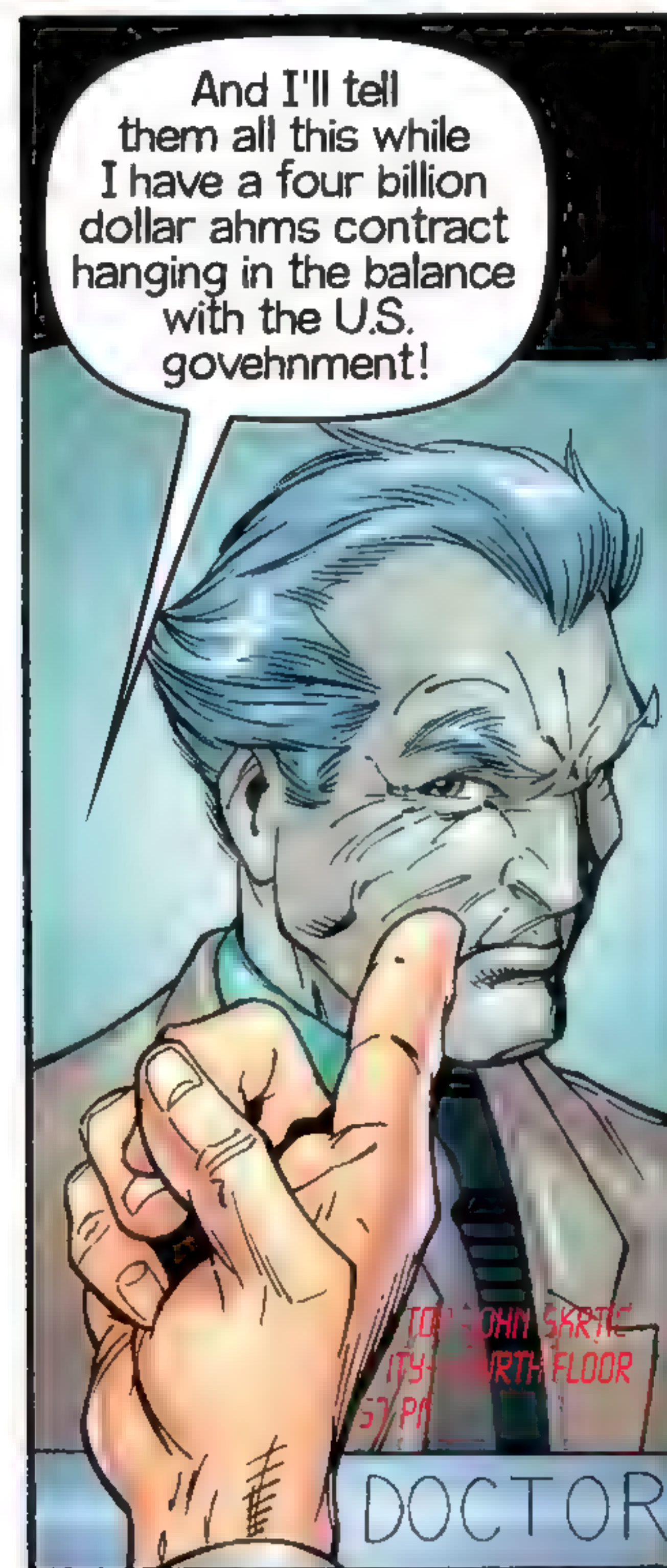
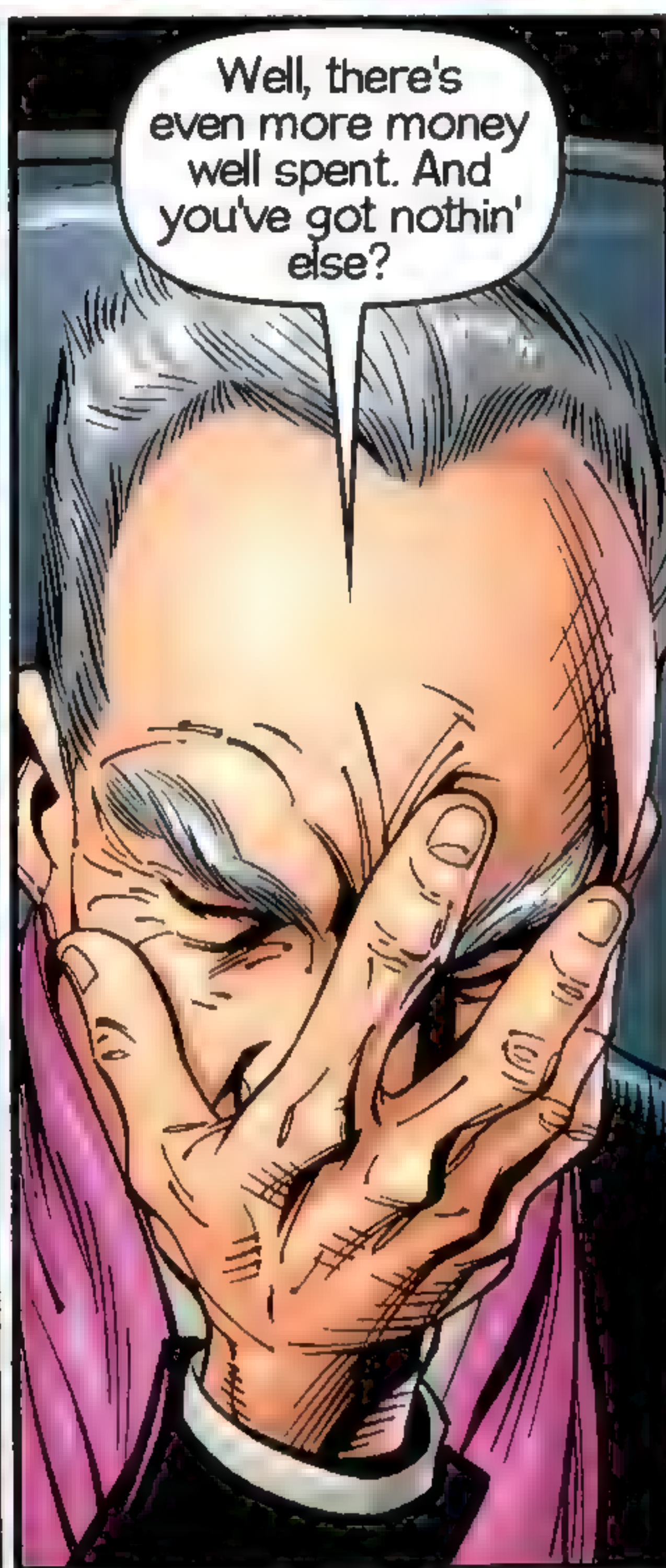
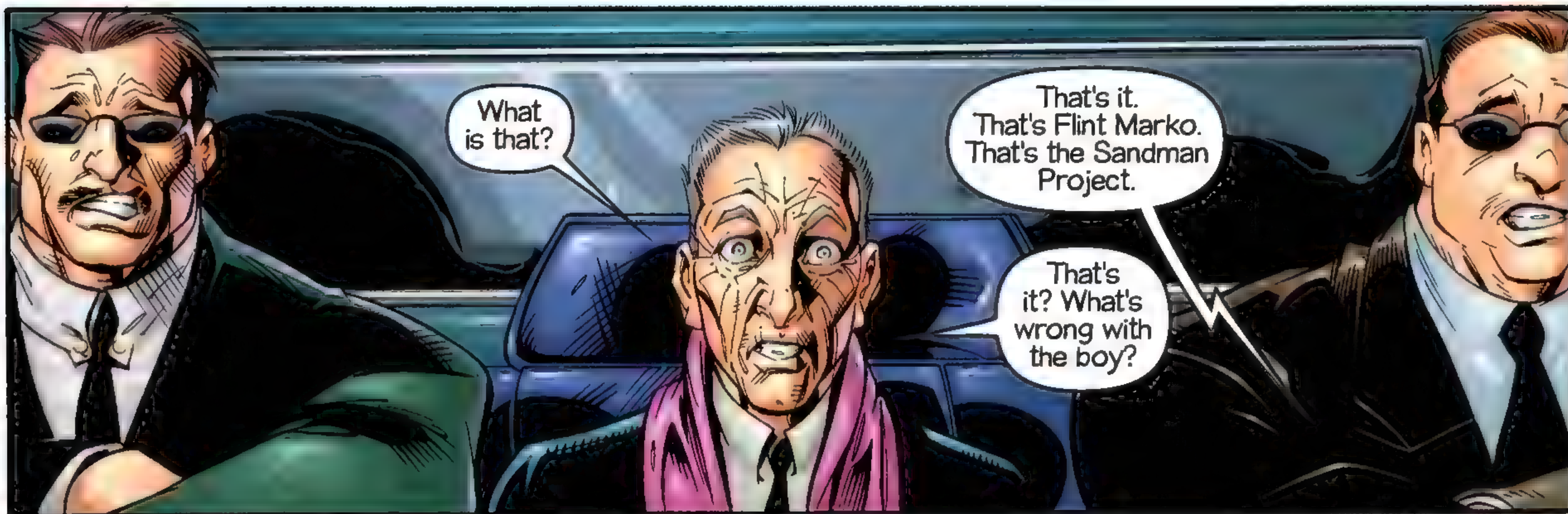
Timmy,  
feed the 56S to  
Hammer 1.

FEED: SATELLITE 45-11 DOCTOR JOHN SKRTIC  
HAMMER RESEARCH FACILITY--FOURTH FLOOR TIME: 2:55 PM

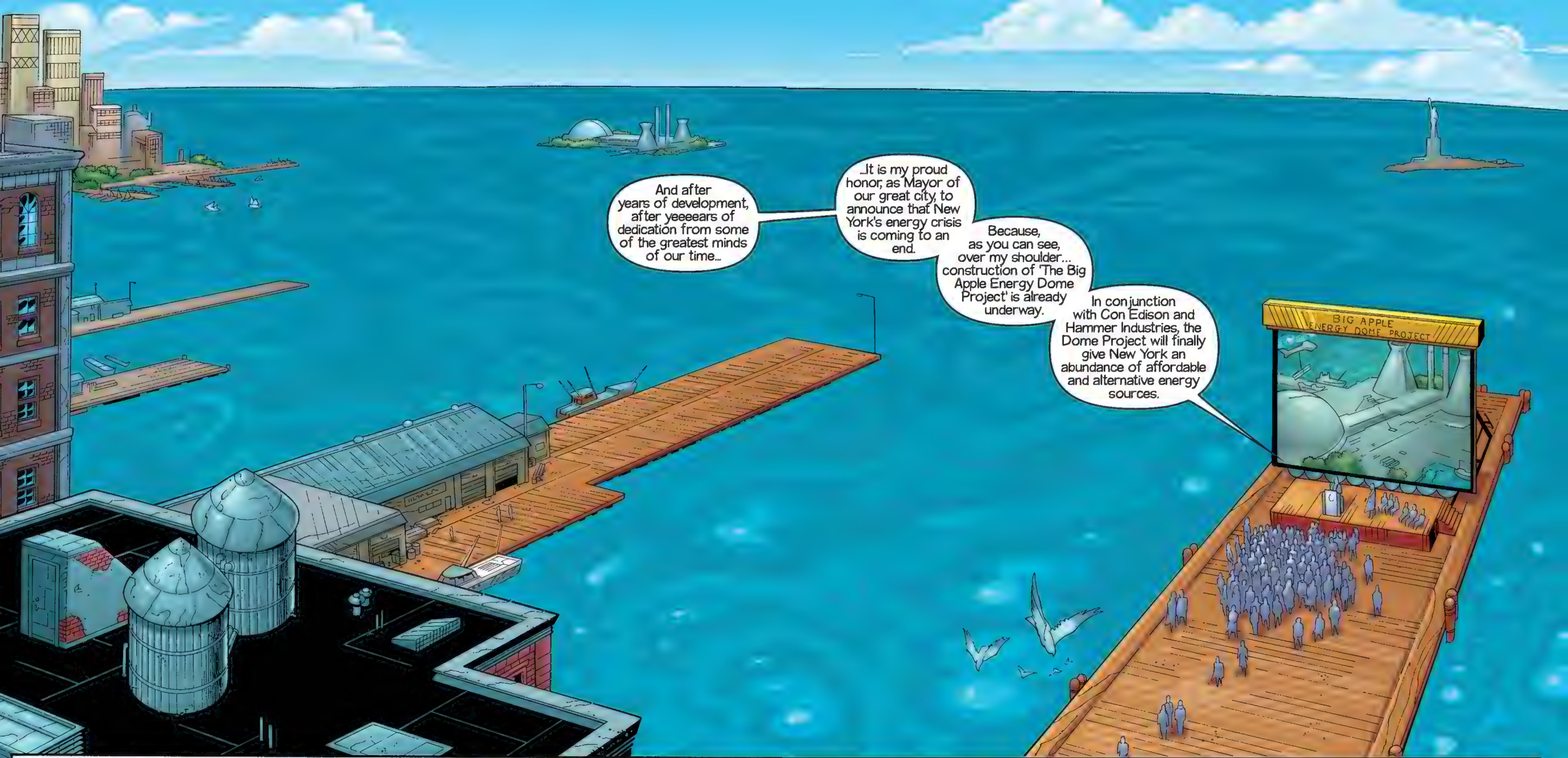


FEED: SATELLITE 45-11 SANDMAN PROJECT. FLINT MARKO.  
HAMMER INDUSTRIES RESEARCH FACILITY - SUBBASEMENT 2 TIME: 2:56 PM







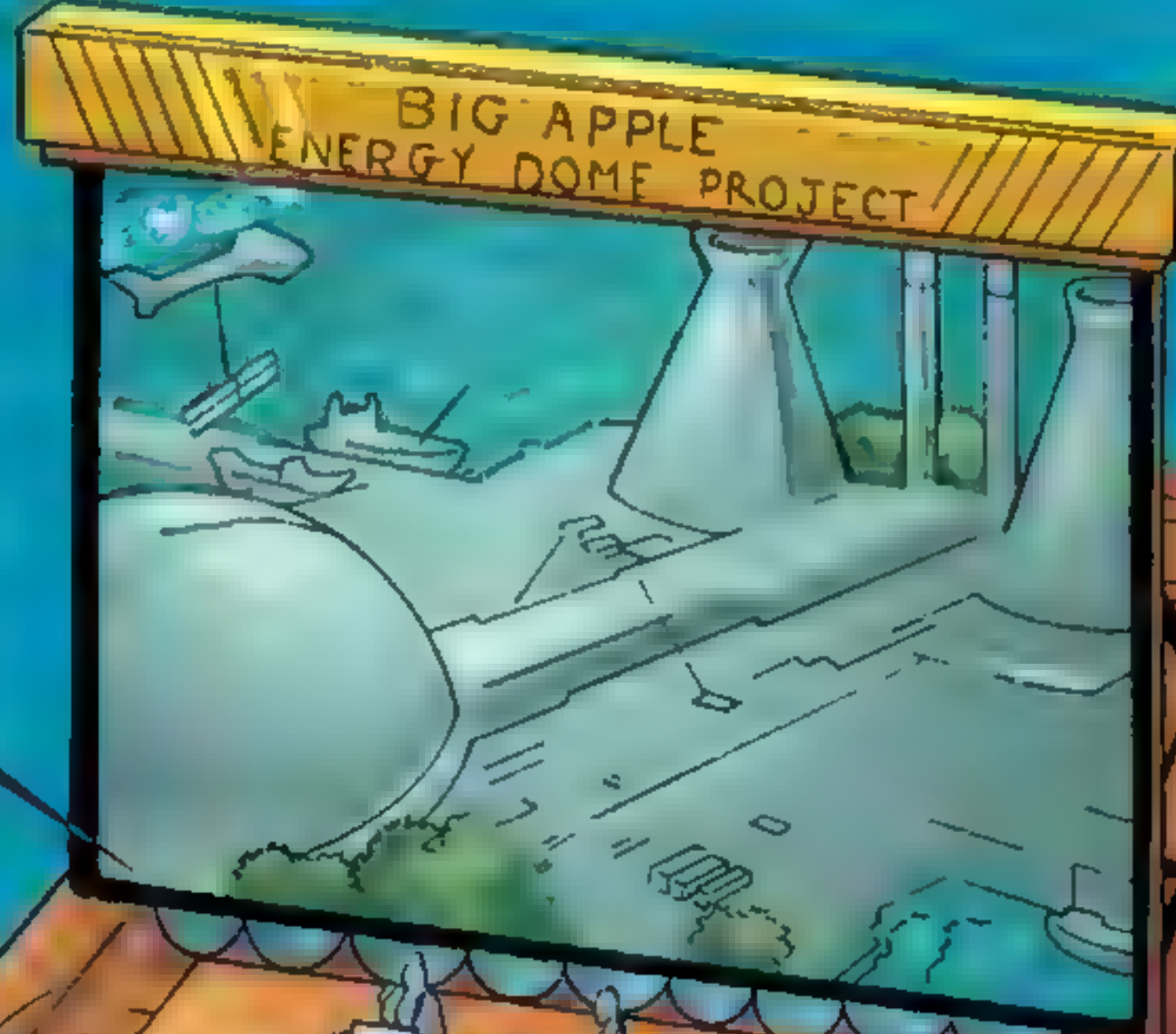


And after years of development, after yeeeeeears of dedication from some of the greatest minds of our time...

...It is my proud honor, as Mayor of our great city, to announce that New York's energy crisis is coming to an end.

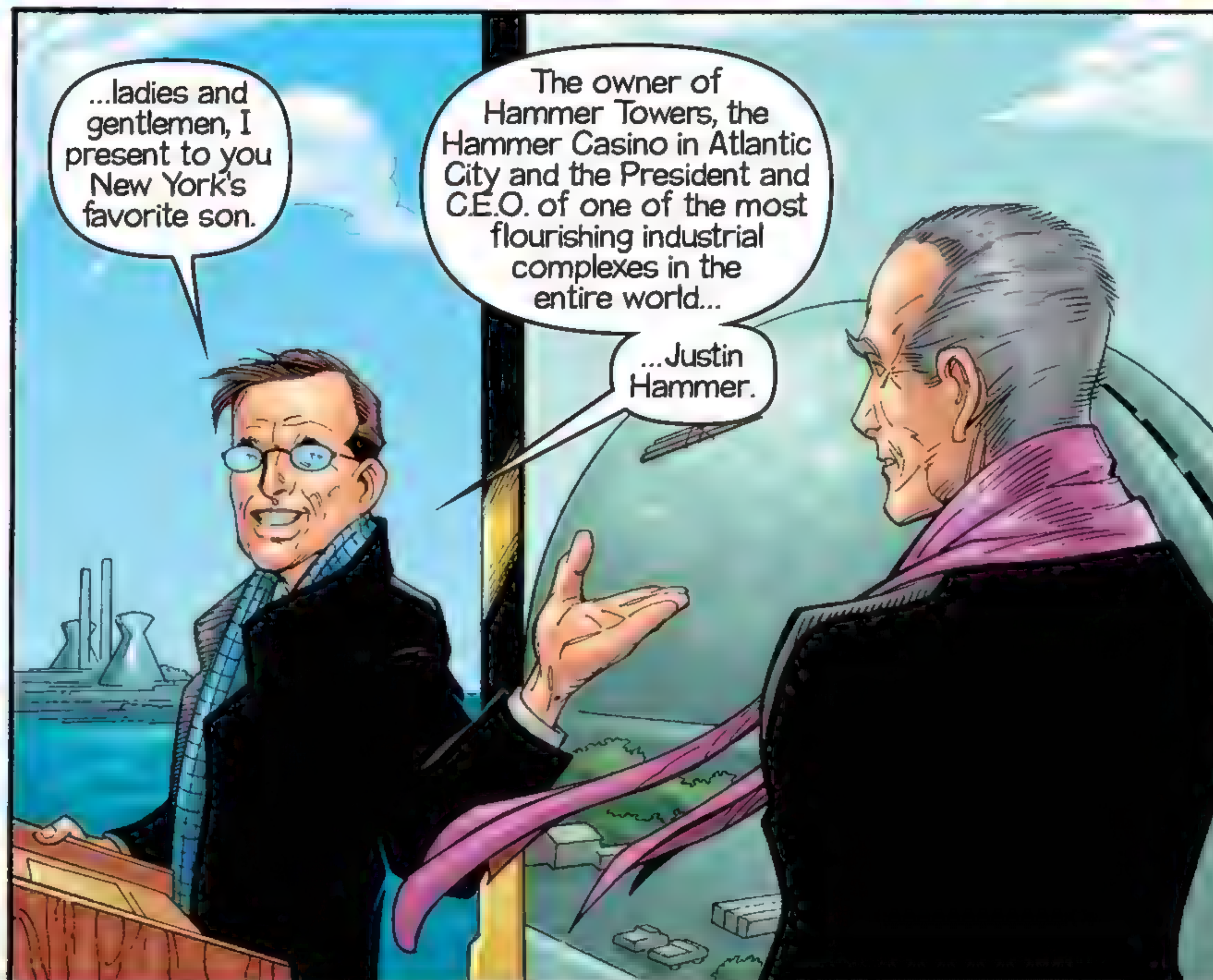
Because, as you can see, over my shoulder... construction of 'The Big Apple Energy Dome Project' is already underway.

In conjunction with Con Edison and Hammer Industries, the Dome Project will finally give New York an abundance of affordable and alternative energy sources.



Now I'm not going to bore you with all the technical mumbo jumbo--

--I'm going to leave that to the man of the hour...



...ladies and gentlemen, I present to you New York's favorite son.

The owner of Hammer Towers, the Hammer Casino in Atlantic City and the President and C.E.O. of one of the most flourishing industrial complexes in the entire world...

...Justin Hammer.



Thank you, Mr. Mayor.

This is a proud day for all of us.

I remember as a boy watching in frustration as this city was victim to blackouts and brownouts and skyrocketing energy prices and I vowed that one day I would do something to help.

I knew that the only way this city could truly thrive--

--is by overcoming its decades-long energy crisis.

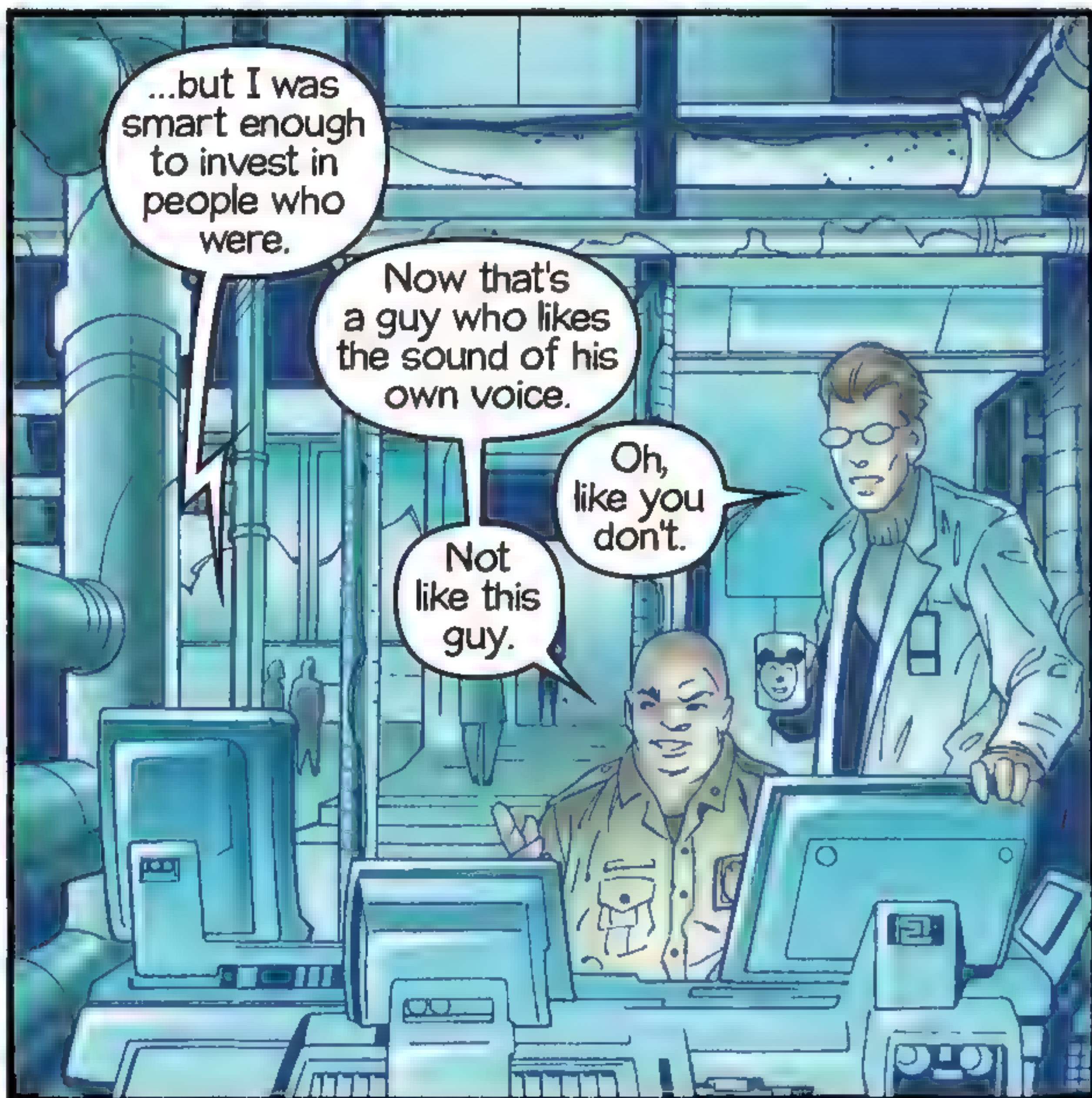




Now, I soon realized that I wasn't nearly smart enough to figure out how to do this myself--

--but I was smart enough to invest in people who were.

The best and the brightest--as you can see projected live right behind me...

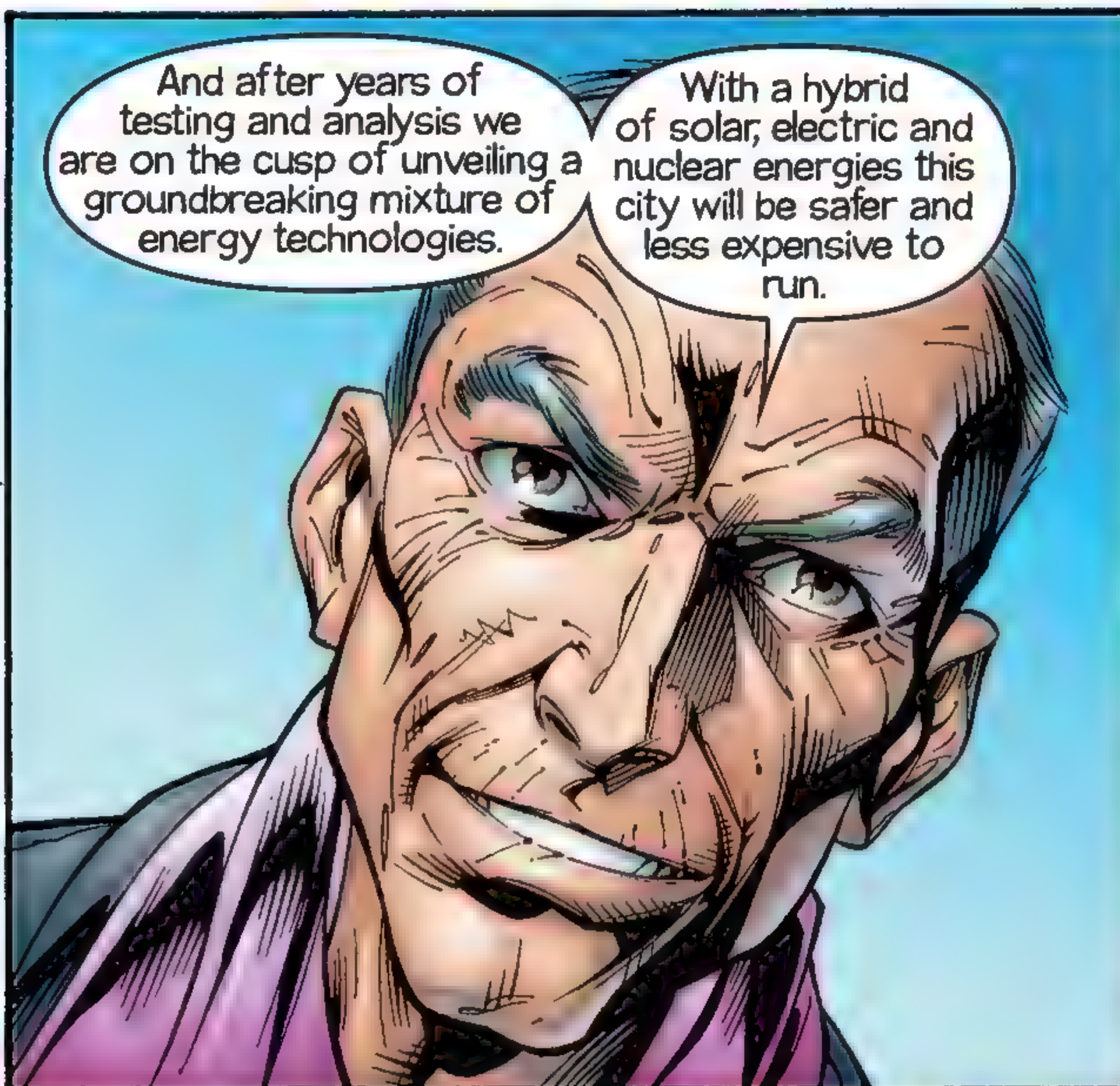


...but I was smart enough to invest in people who were.

Now that's a guy who likes the sound of his own voice.

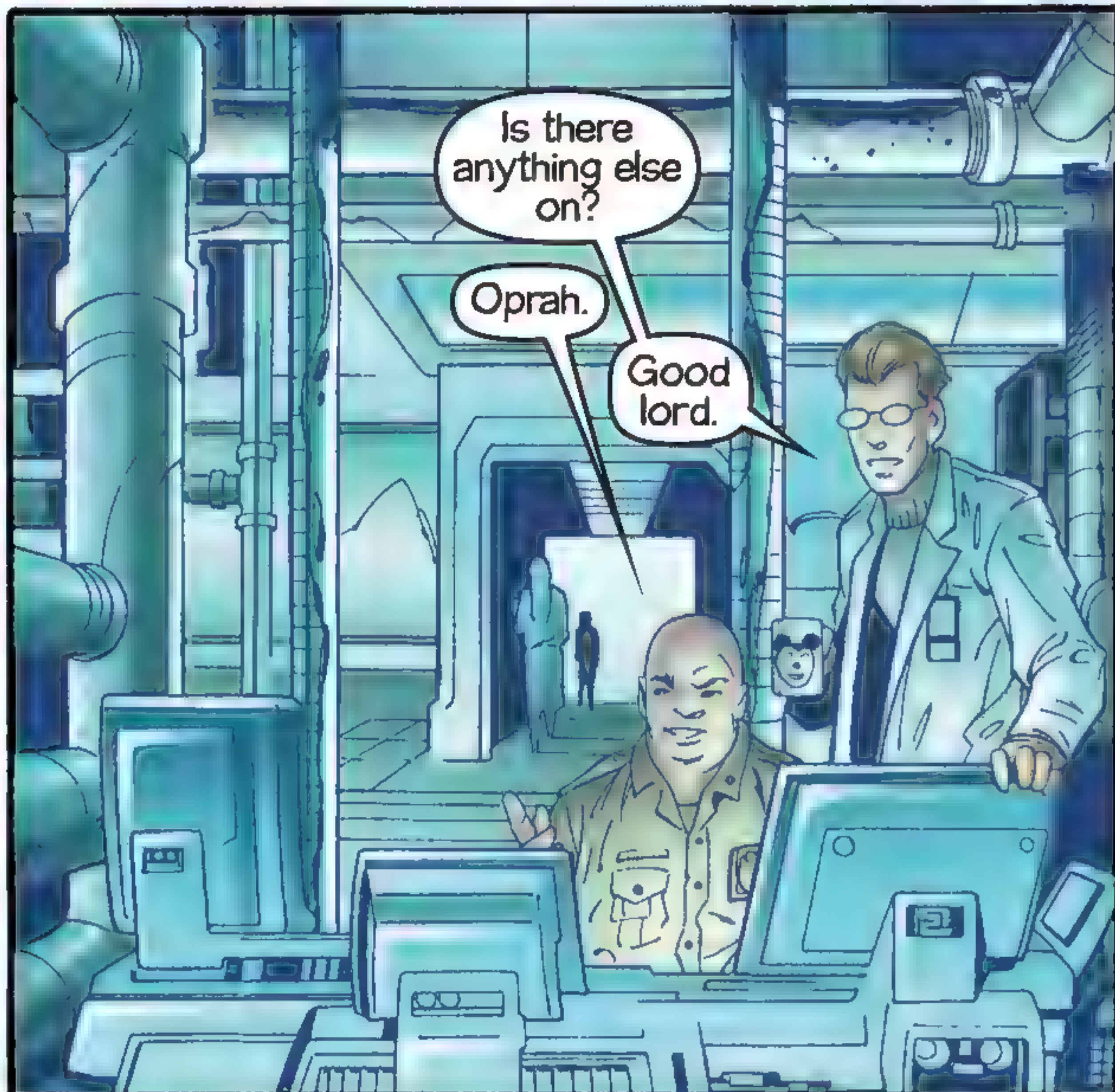
Oh, like you don't.

Not like this guy.



And after years of testing and analysis we are on the cusp of unveiling a groundbreaking mixture of energy technologies.

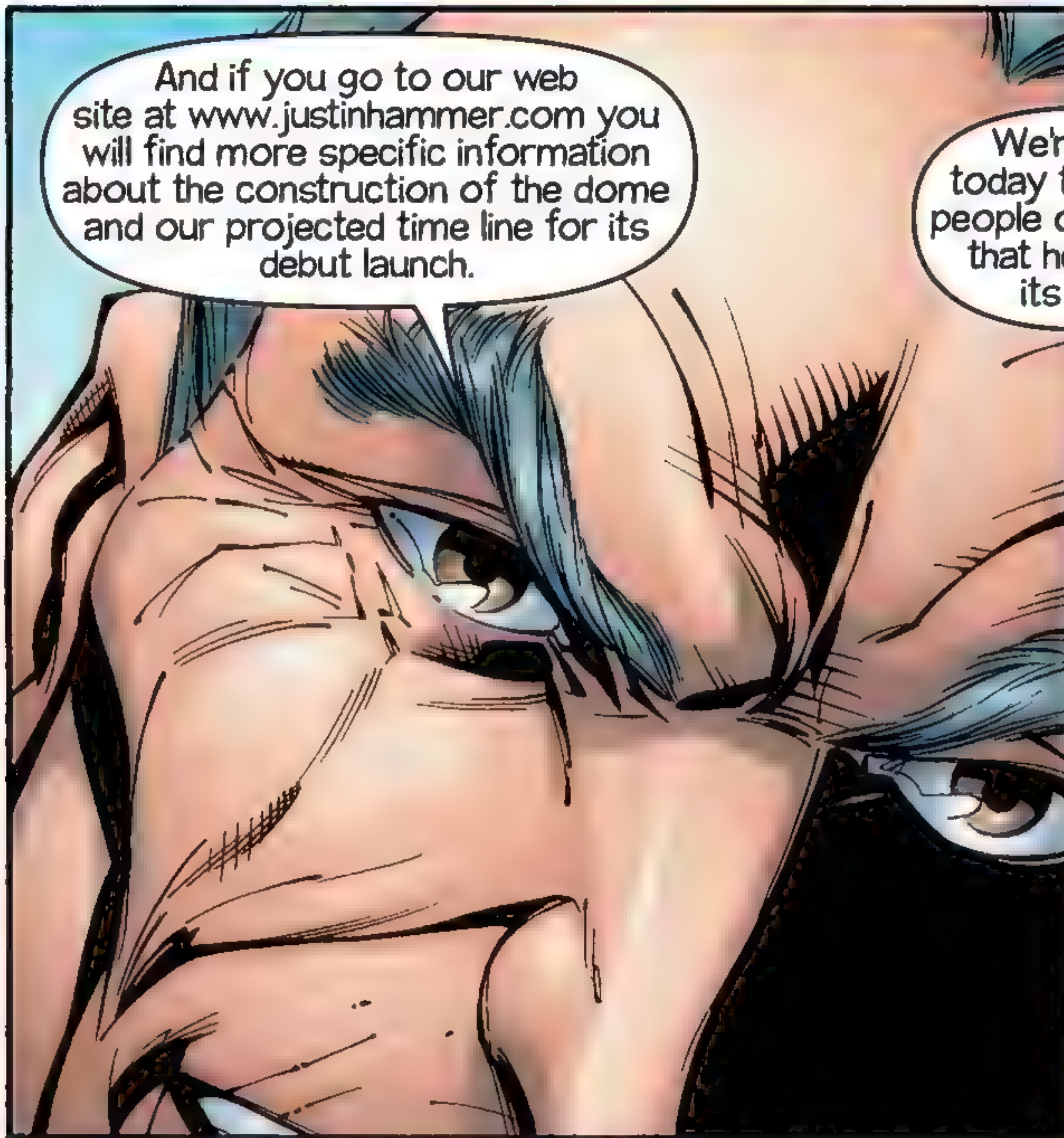
With a hybrid of solar, electric and nuclear energies this city will be safer and less expensive to run.



Is there anything else on?

Oprah.

Good lord.



And if you go to our web site at [www.justinhammer.com](http://www.justinhammer.com) you will find more specific information about the construction of the dome and our projected time line for its debut launch.

We're here today to tell the people of this city that help is on its way.

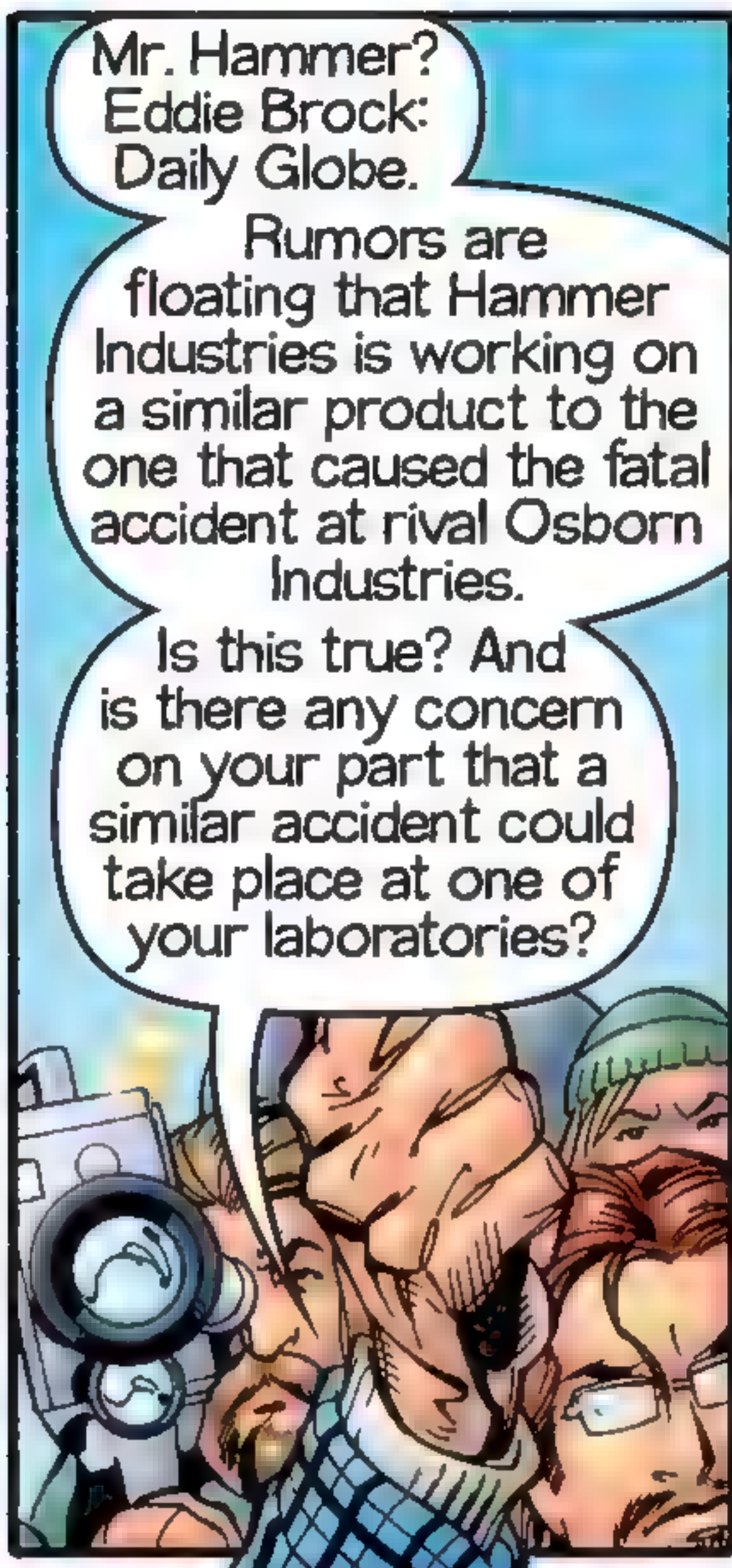


Somebody please kill me.

I'm not being paid enough to listen to this.

Wait--what is this?





Mr. Hammer?  
Eddie Brock:  
Daily Globe.

Rumors are floating that Hammer Industries is working on a similar product to the one that caused the fatal accident at rival Osborn Industries.

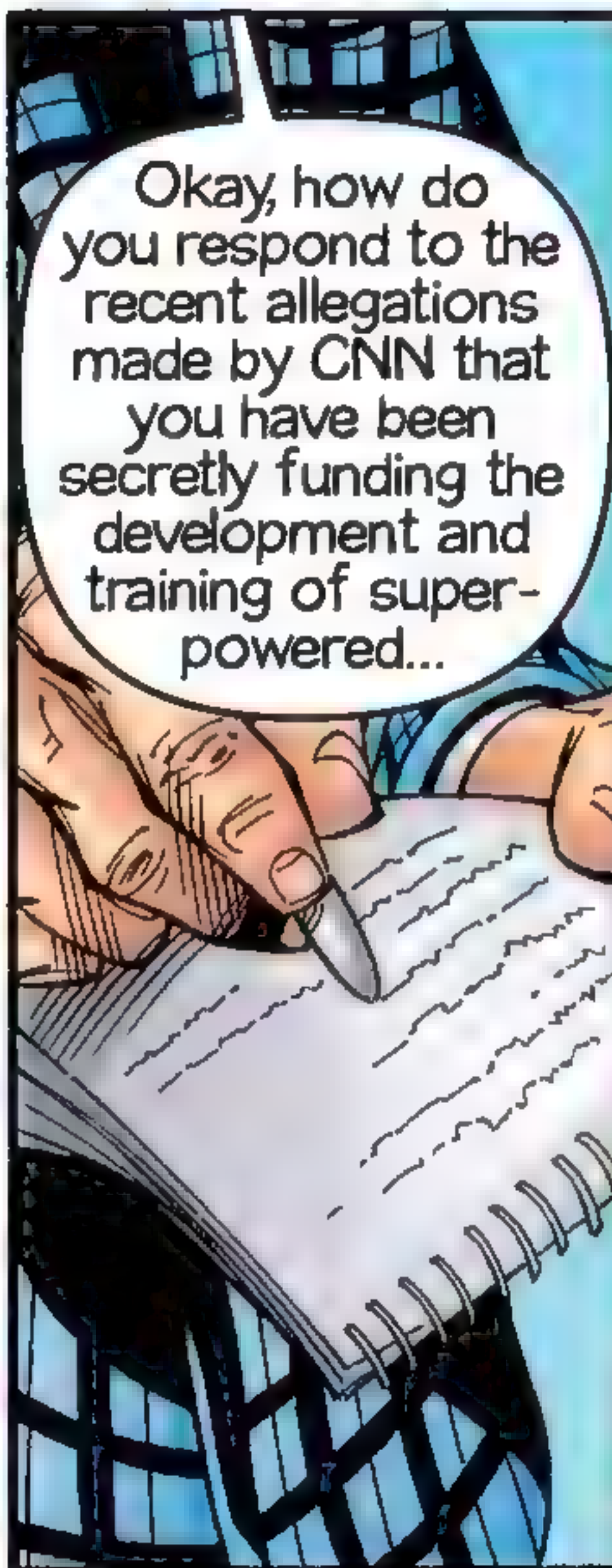
Is this true? And is there any concern on your part that a similar accident could take place at one of your laboratories?



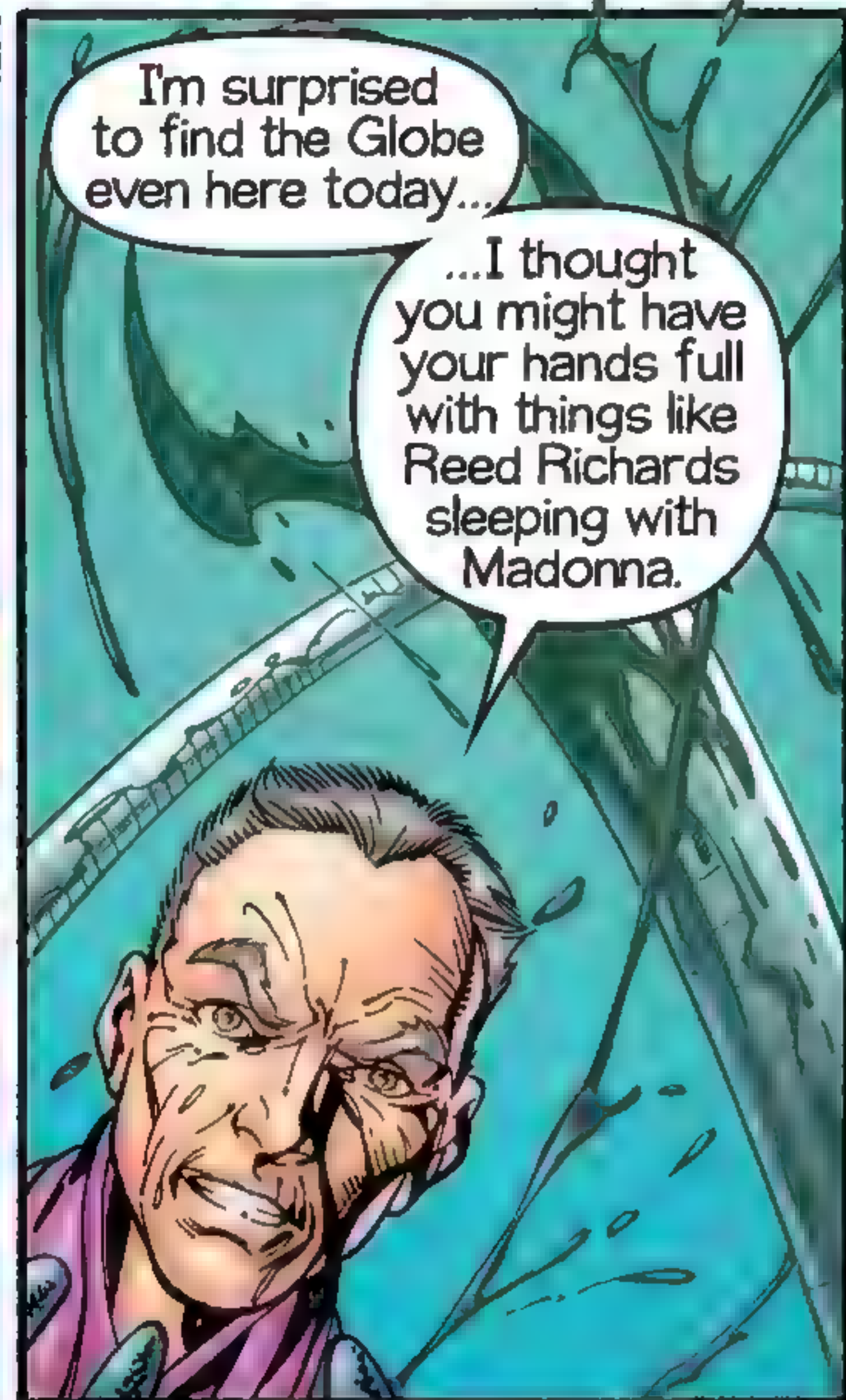
I can honestly say I have no idea what you are referring to, but we're here to talk about the Dome Project.

So do you have any questions about the subject at hand?

Because we'd be happy to answer them...even if they're from 'The Globe.'

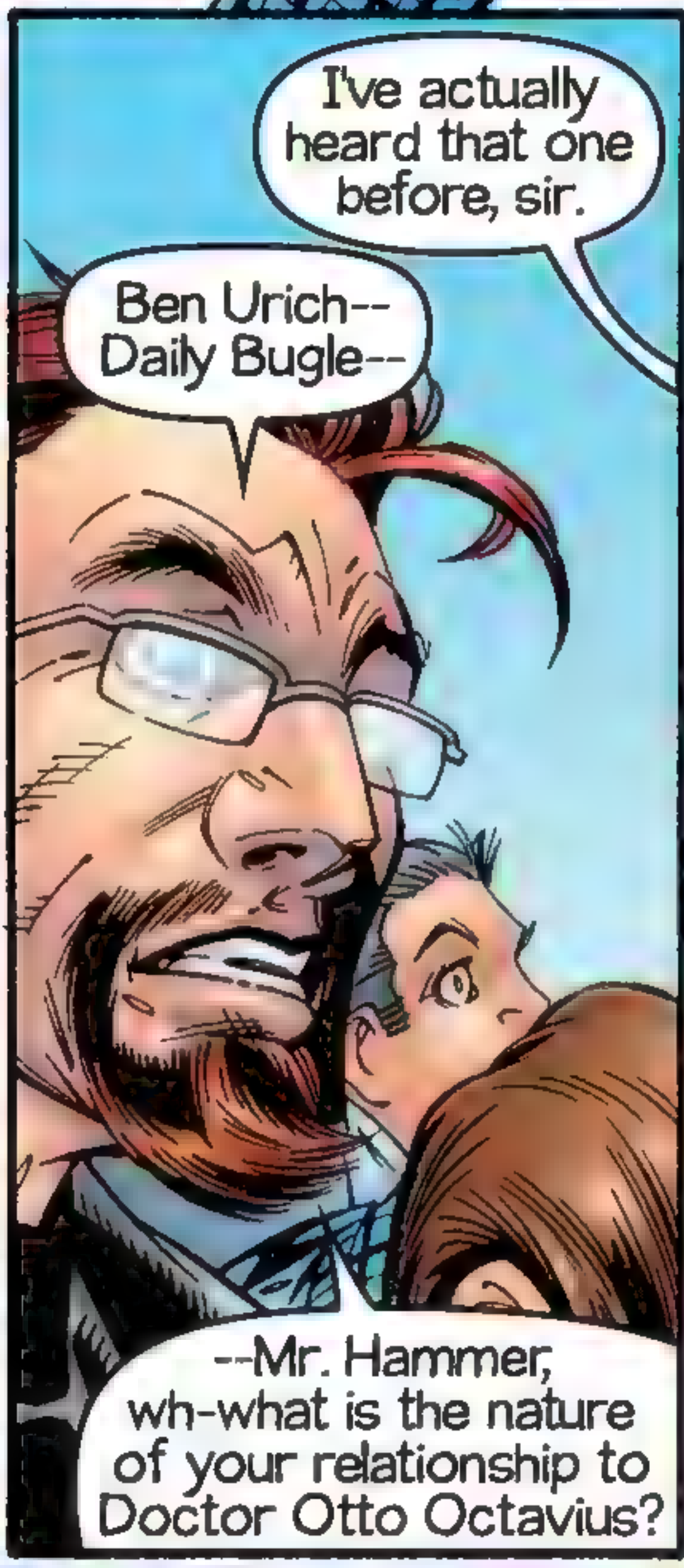


Okay, how do you respond to the recent allegations made by CNN that you have been secretly funding the development and training of super-powered...



I'm surprised to find the Globe even here today...

...I thought you might have your hands full with things like Reed Richards sleeping with Madonna.



I've actually heard that one before, sir.

Ben Urich--  
Daily Bugle--

--Mr. Hammer, wh-what is the nature of your relationship to Doctor Otto Octavius?

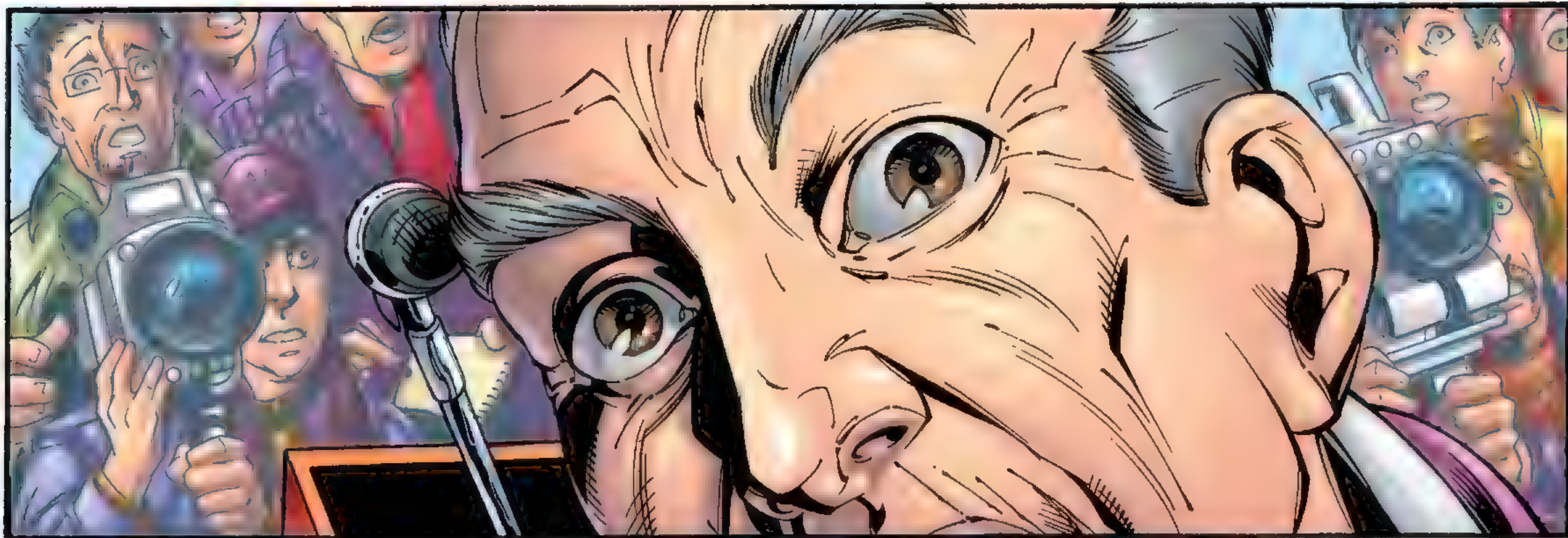


I--uh--I don't know anyone by that name.

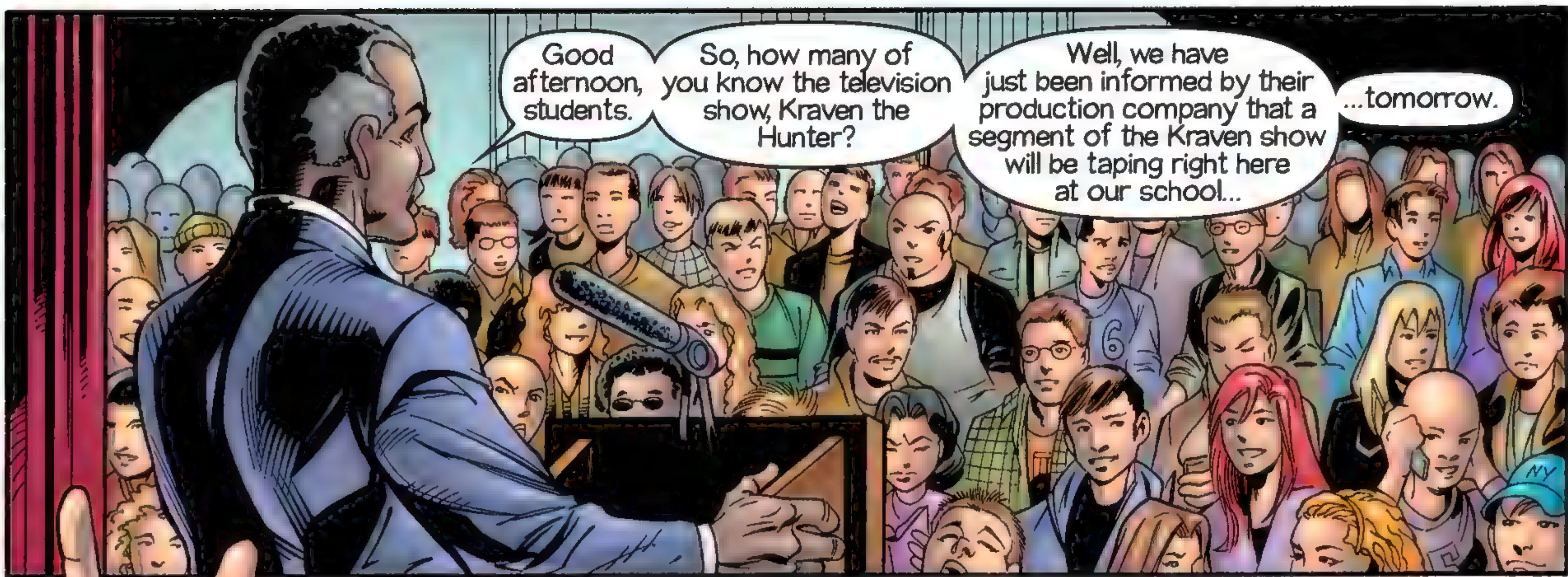


Well, he knows you.







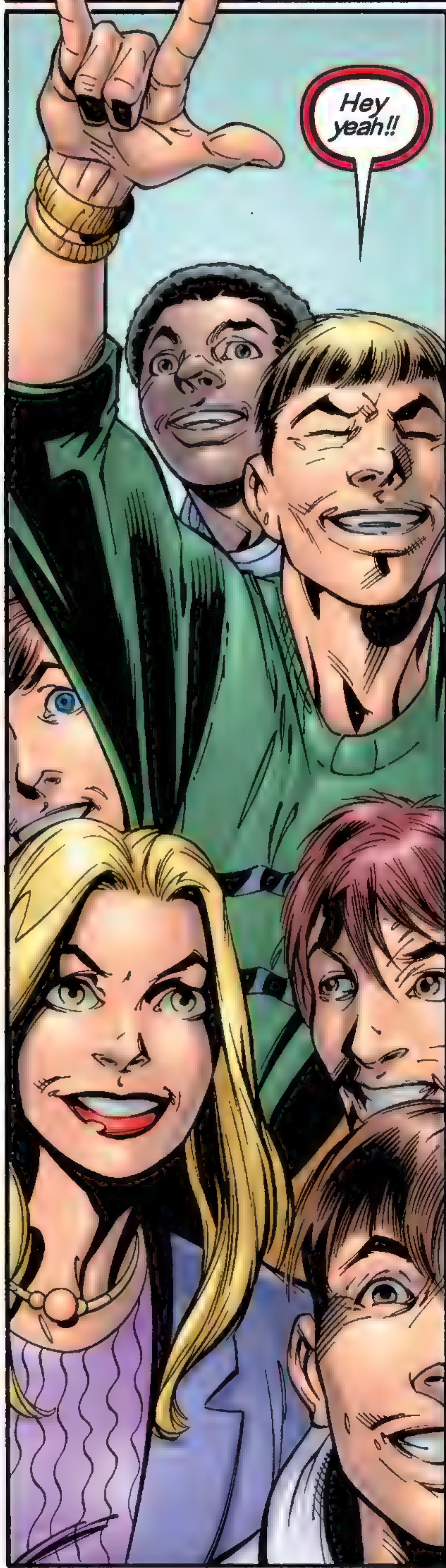


Good afternoon, students.

So, how many of you know the television show, Kraven the Hunter?

Well, we have just been informed by their production company that a segment of the Kraven show will be taping right here at our school...

...tomorrow.



Hey yeah!!

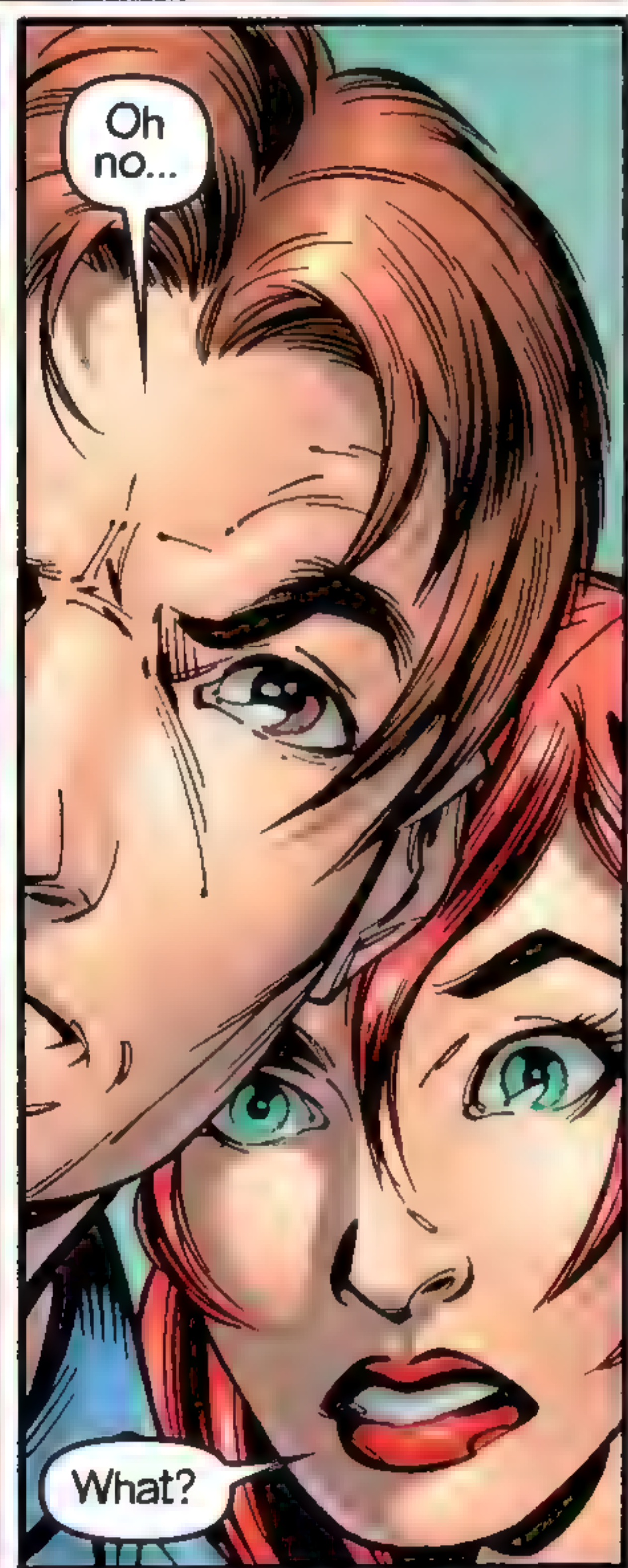


This is important--if you do want to appear on the show, you're going to have to have your parents sign this release form.

If you do not do this, your head will appear all tiled out and you won't get on TV.

So make sure to take a release form from your home room teacher and bring it home tonight.

Hold on--what?



Oh no...

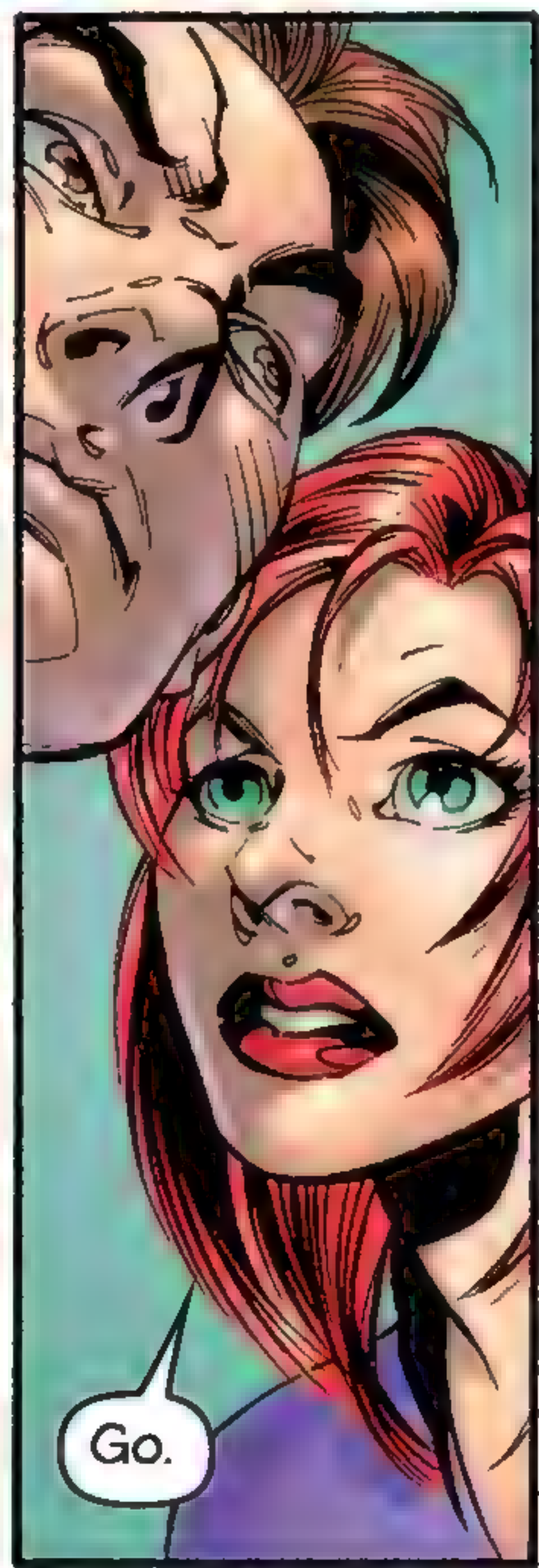
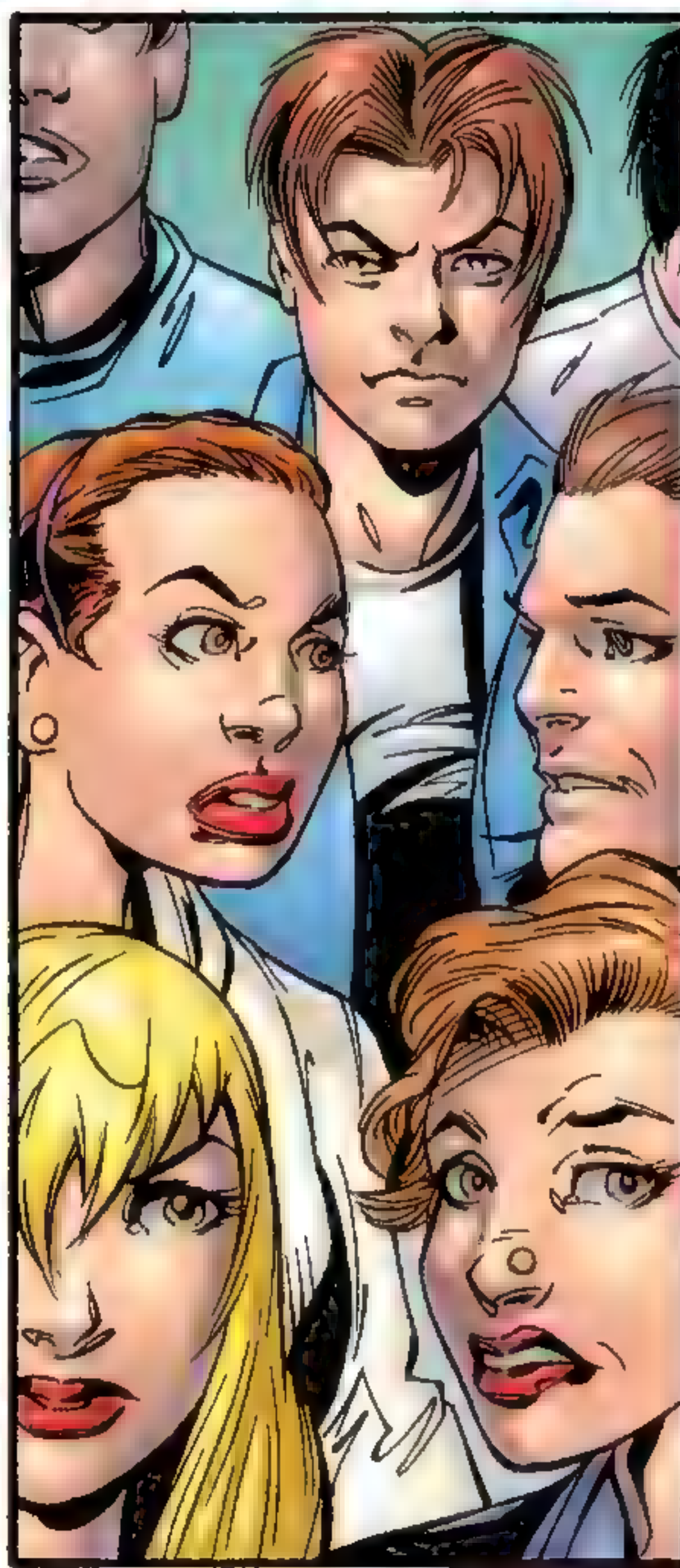
What?



Okay now. Now everyone remain calm.

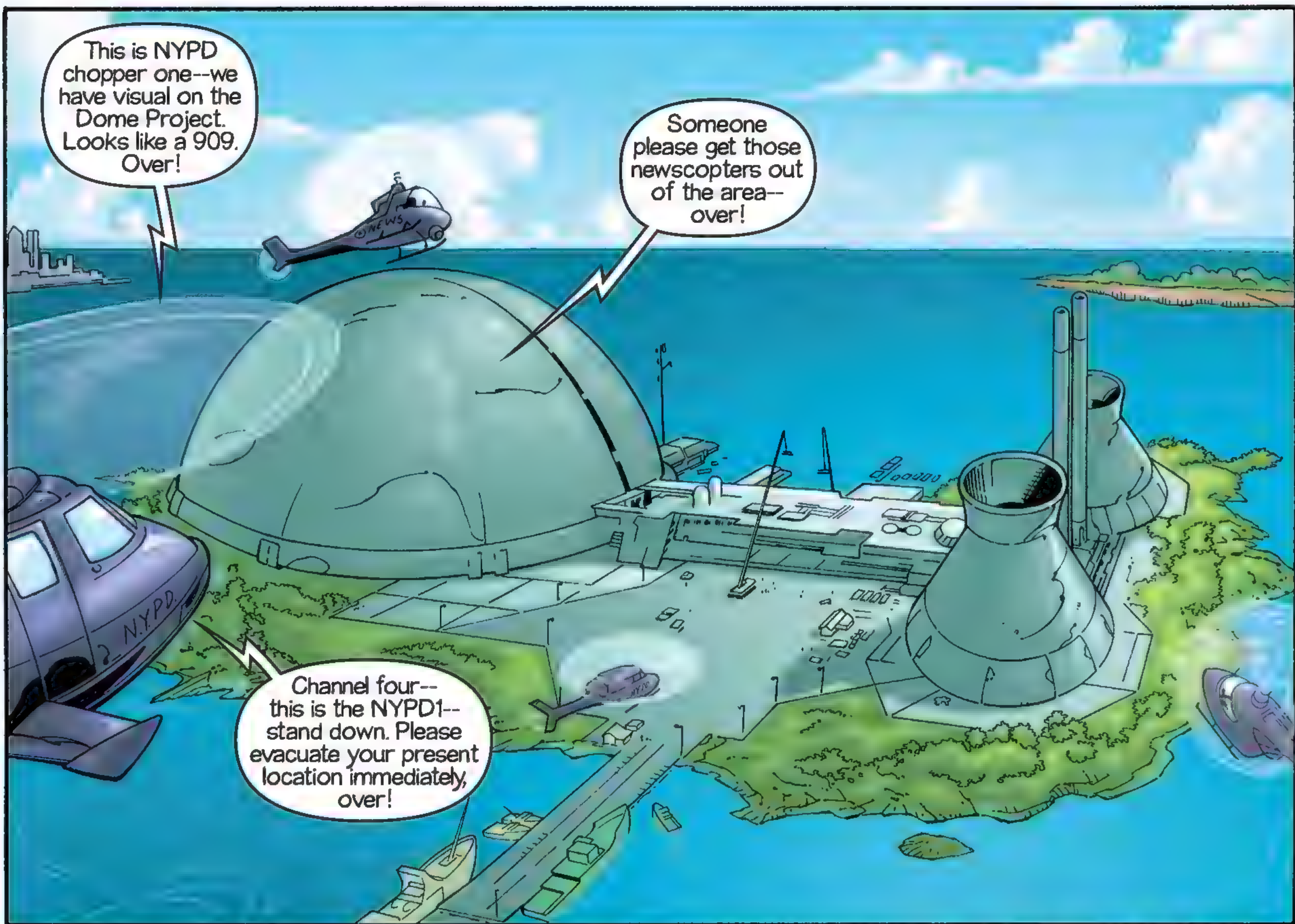
We just received word that there's been some kind of trouble in the city.

We're still getting details but--but the authorities have asked us to ask you to remain seated and remain calm.



Go.

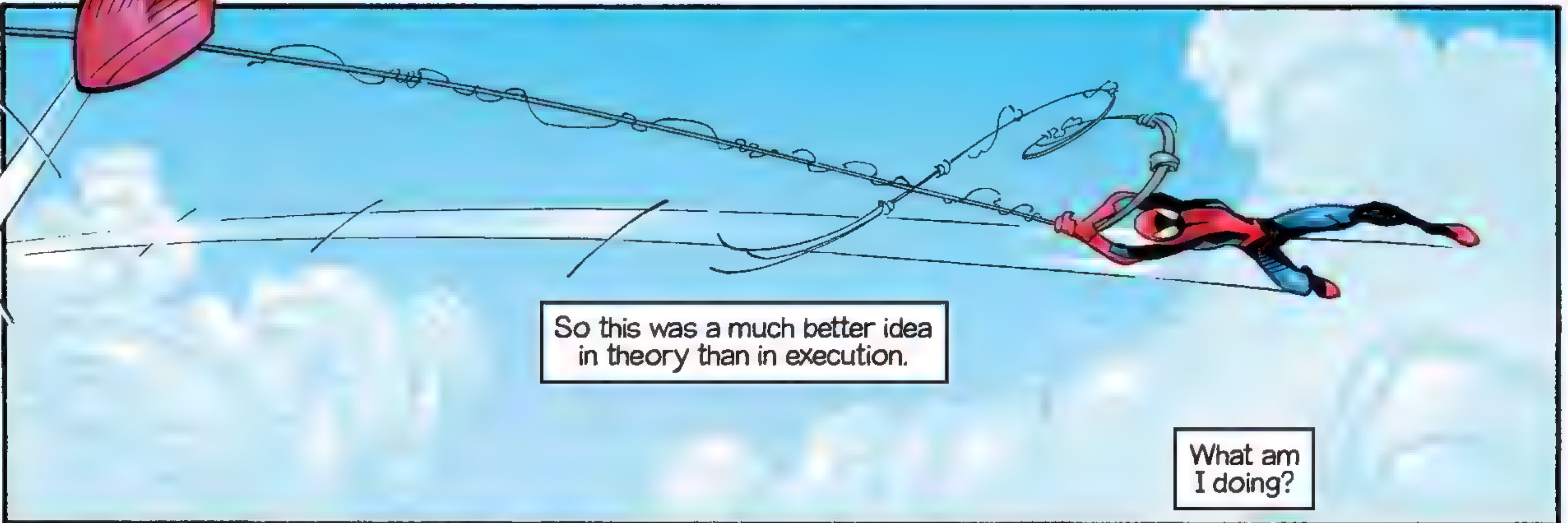








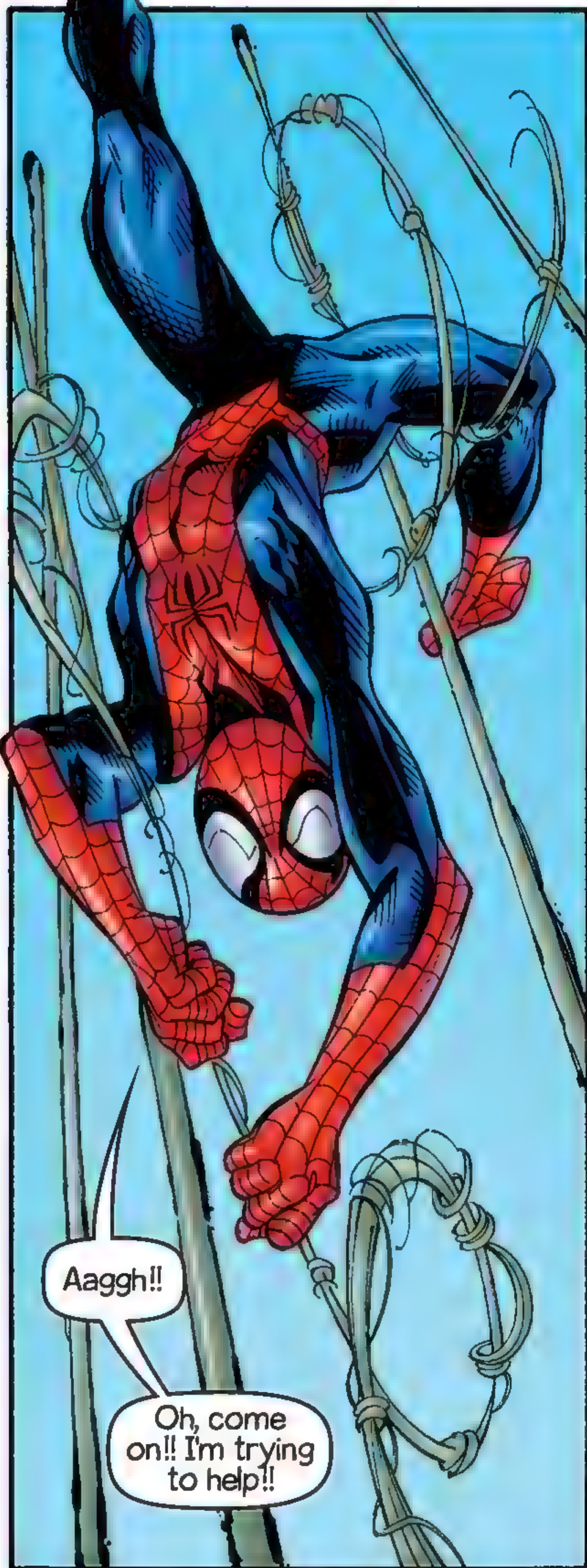
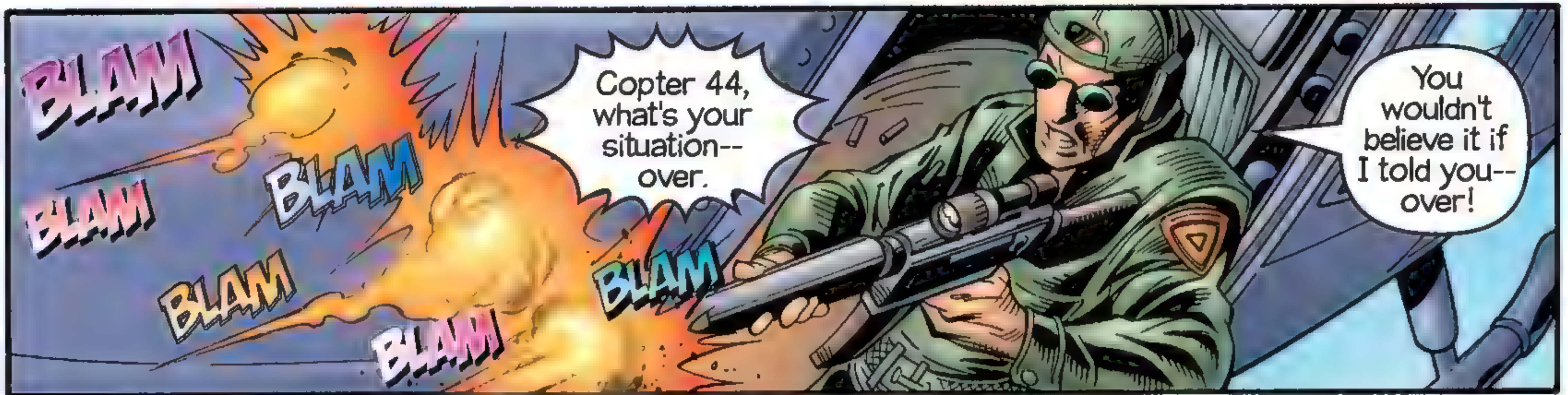
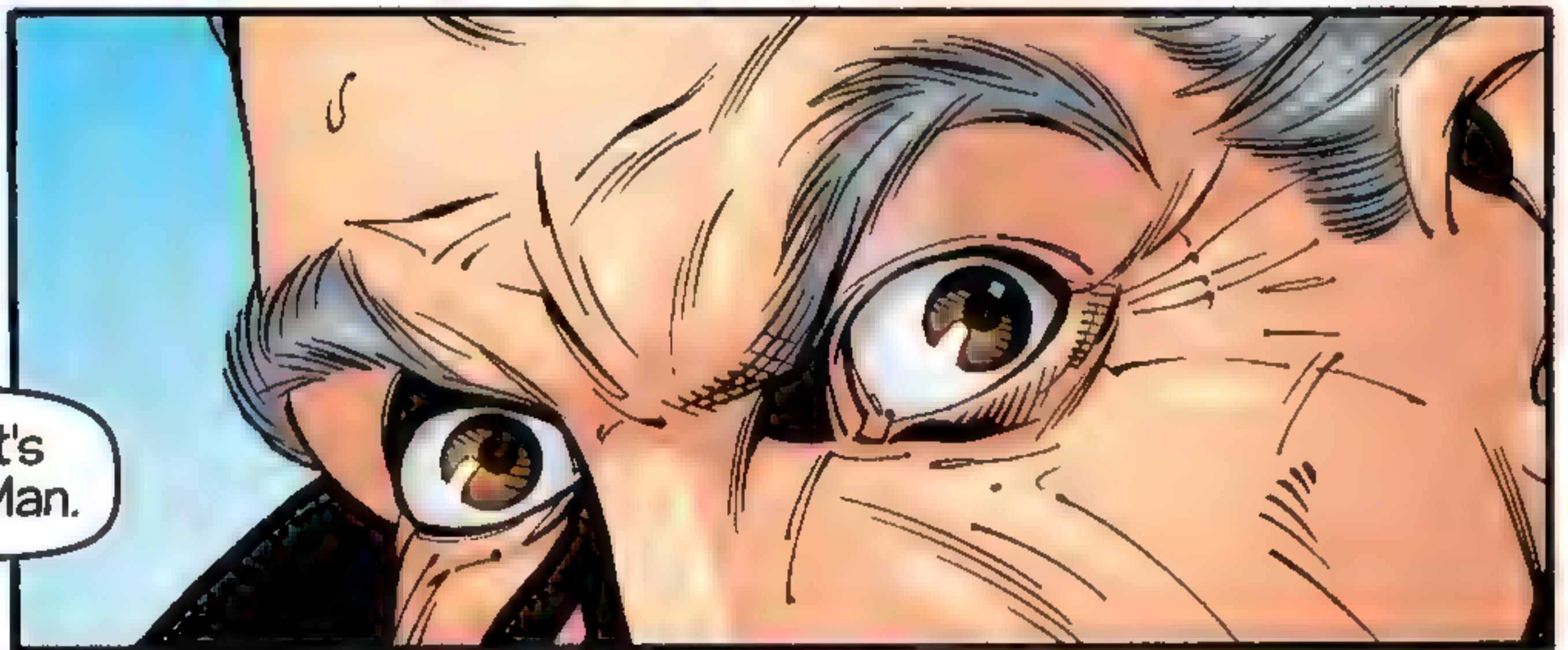
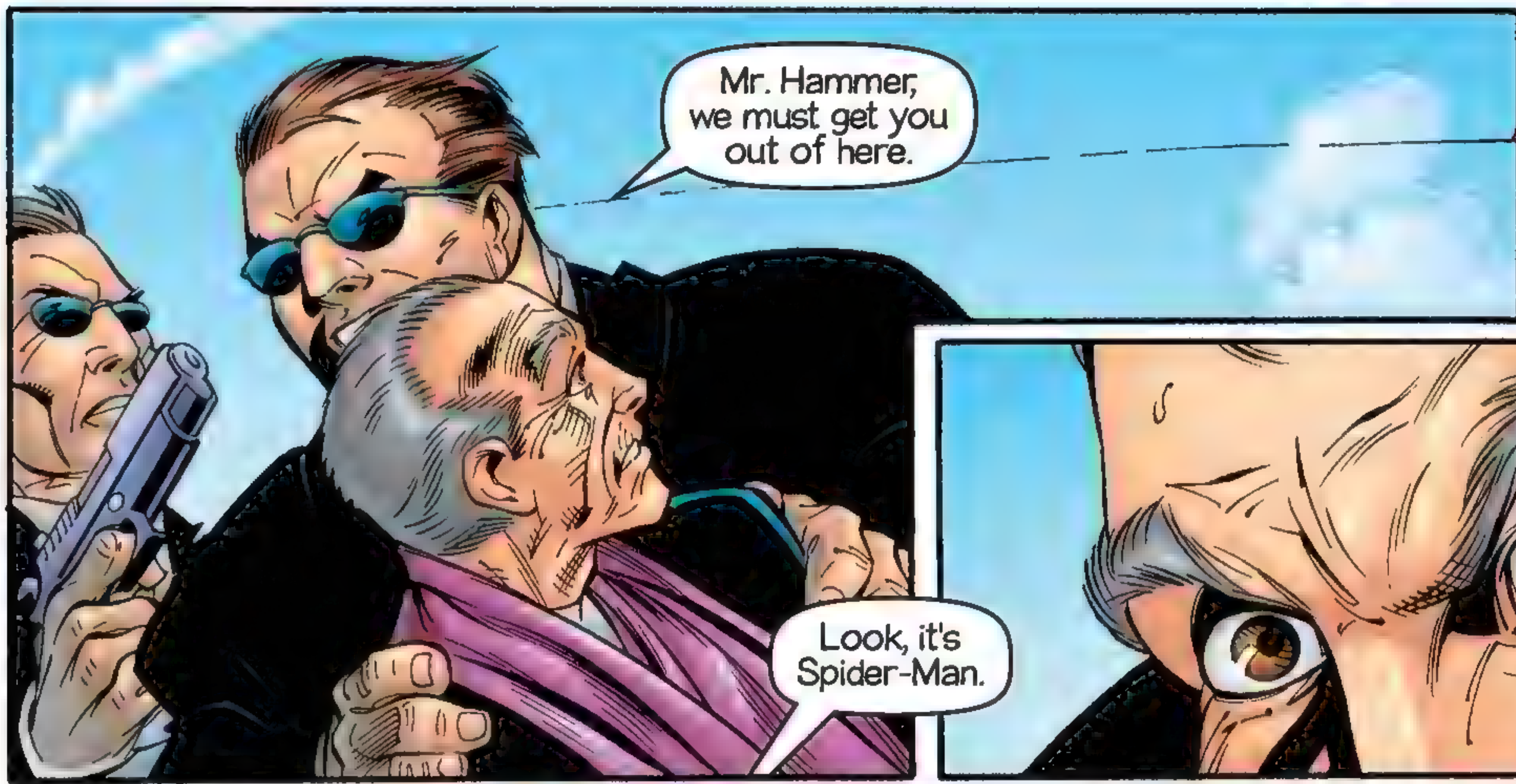
Hamana  
Hamana  
Hamana  
Hamana  
Hamana



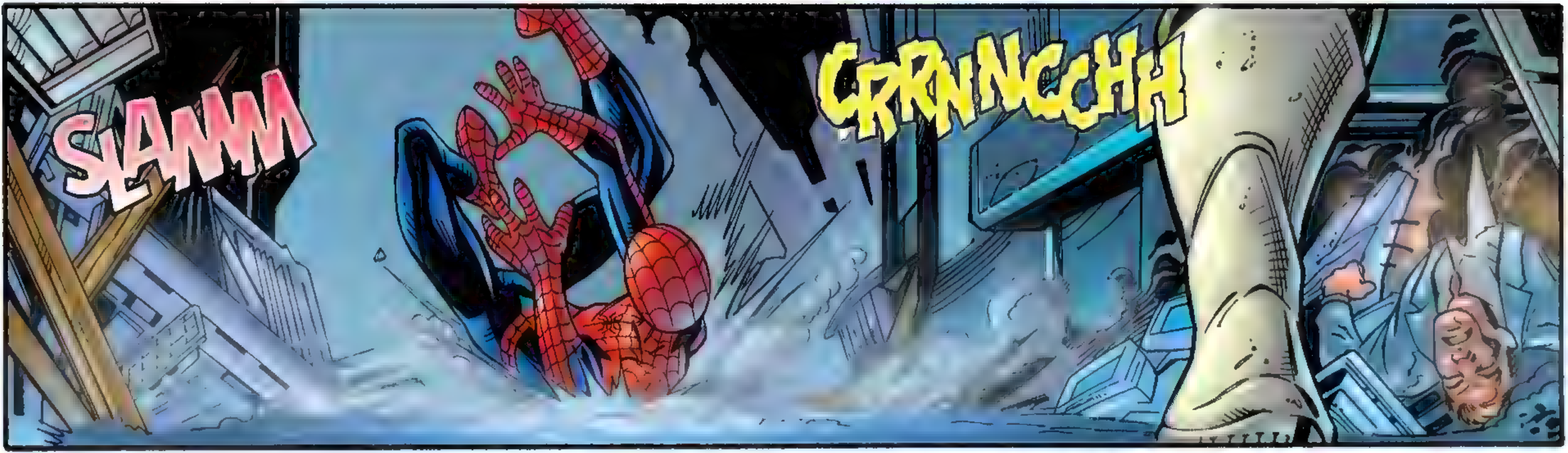
So this was a much better idea  
in theory than in execution.

What am  
I doing?











# ULTIMATE SPIDER-MAN®

ISSUE

18

THE CYCLE

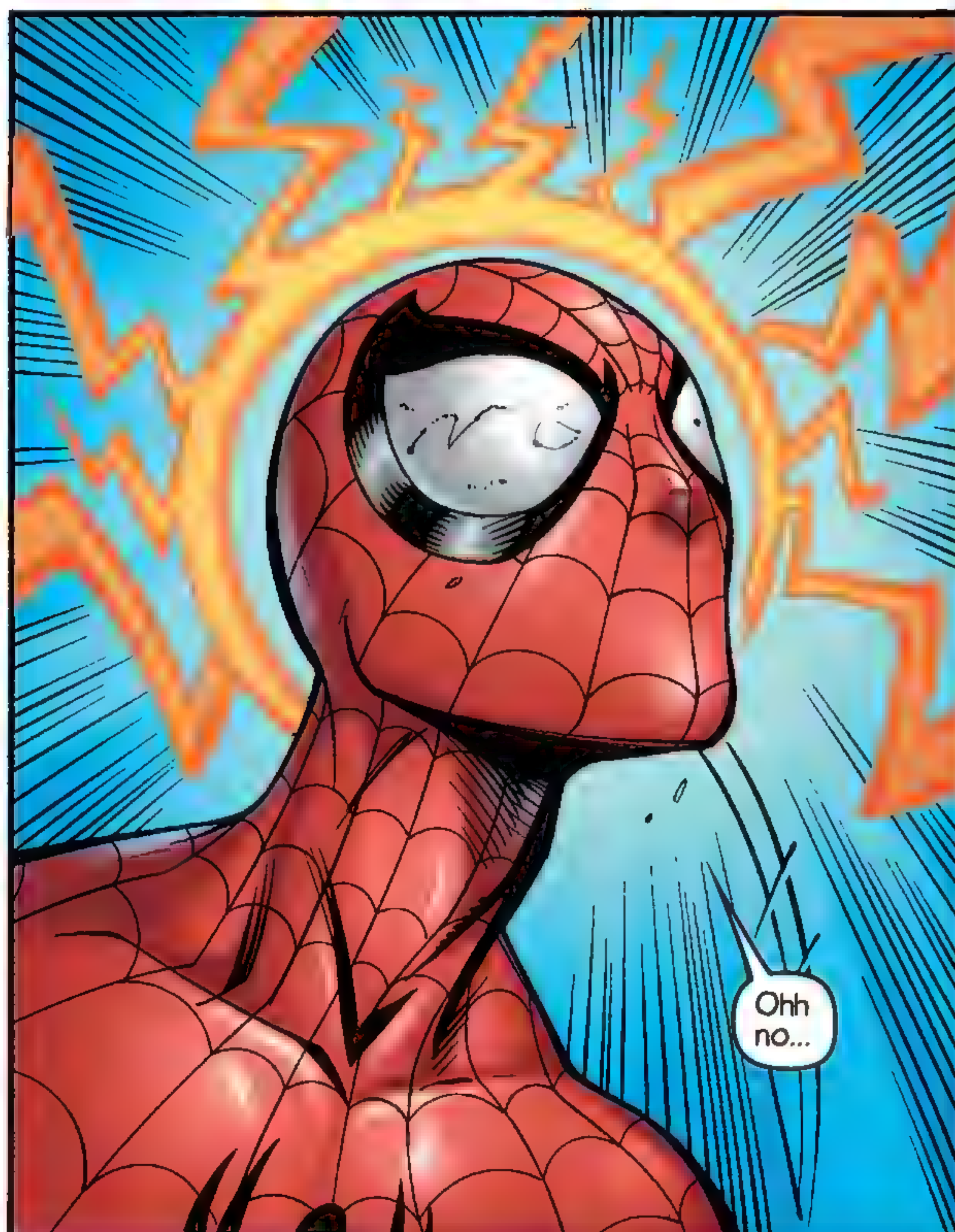
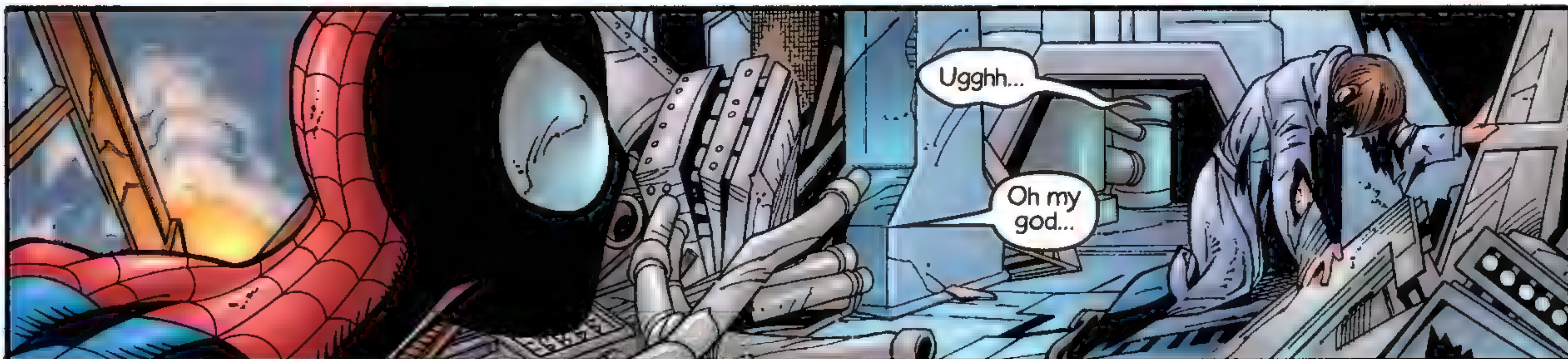
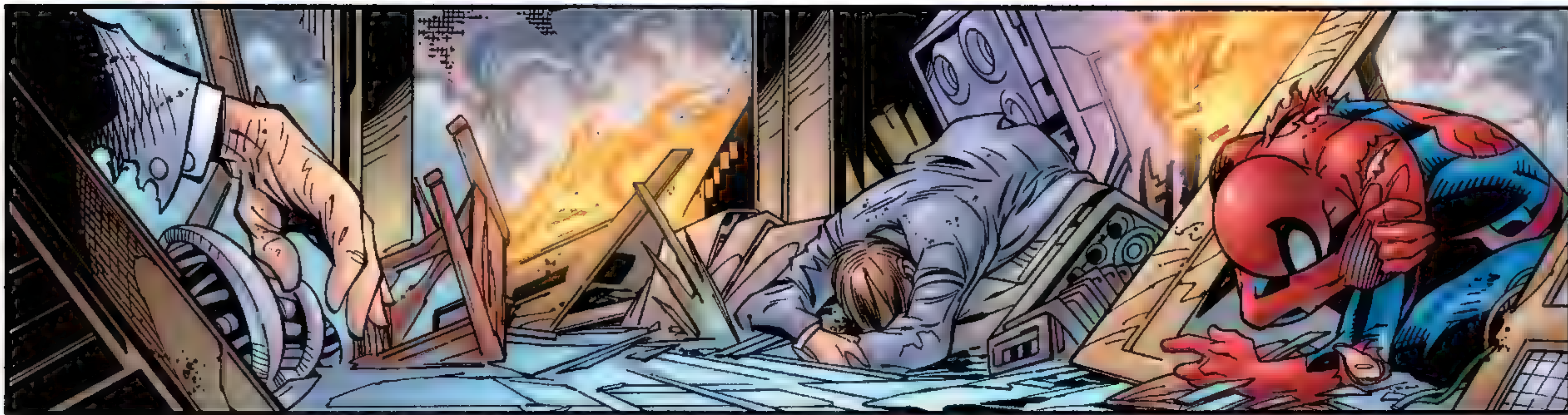


BENDIS  
BAGLEY  
THIBERT

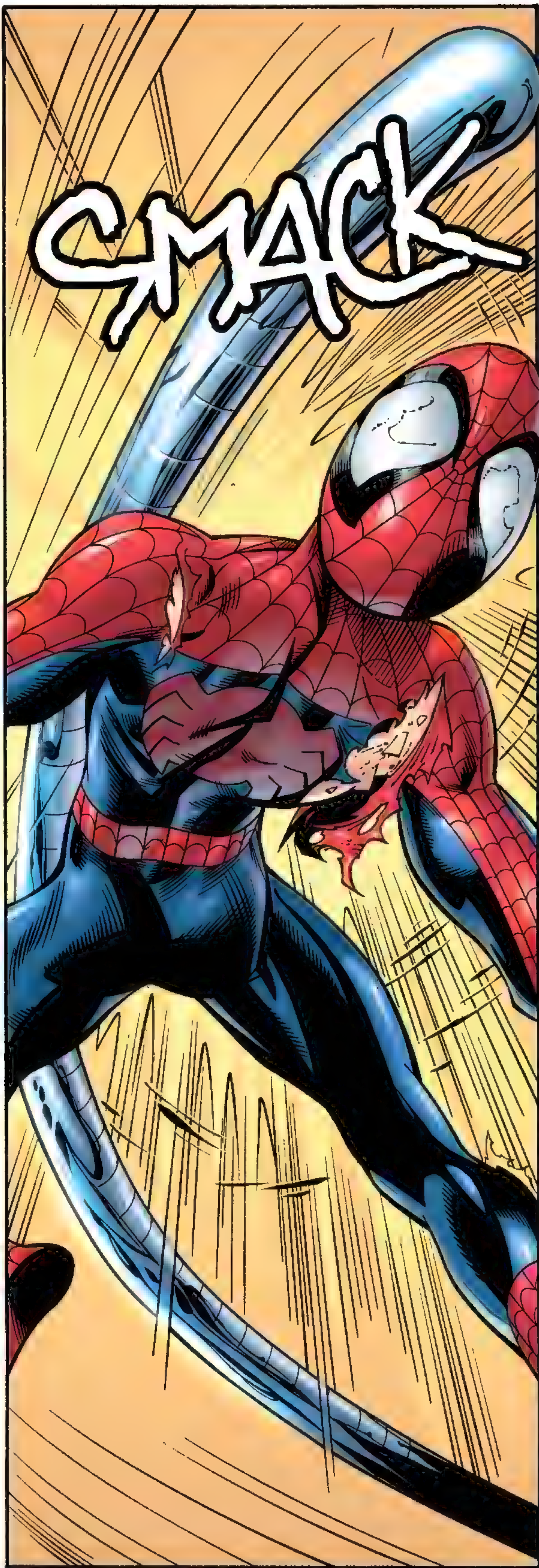
**MARVEL**

(c) 2010 Marvel Characters, Inc. All rights reserved. [WWW.MARVEL.COM](http://WWW.MARVEL.COM)

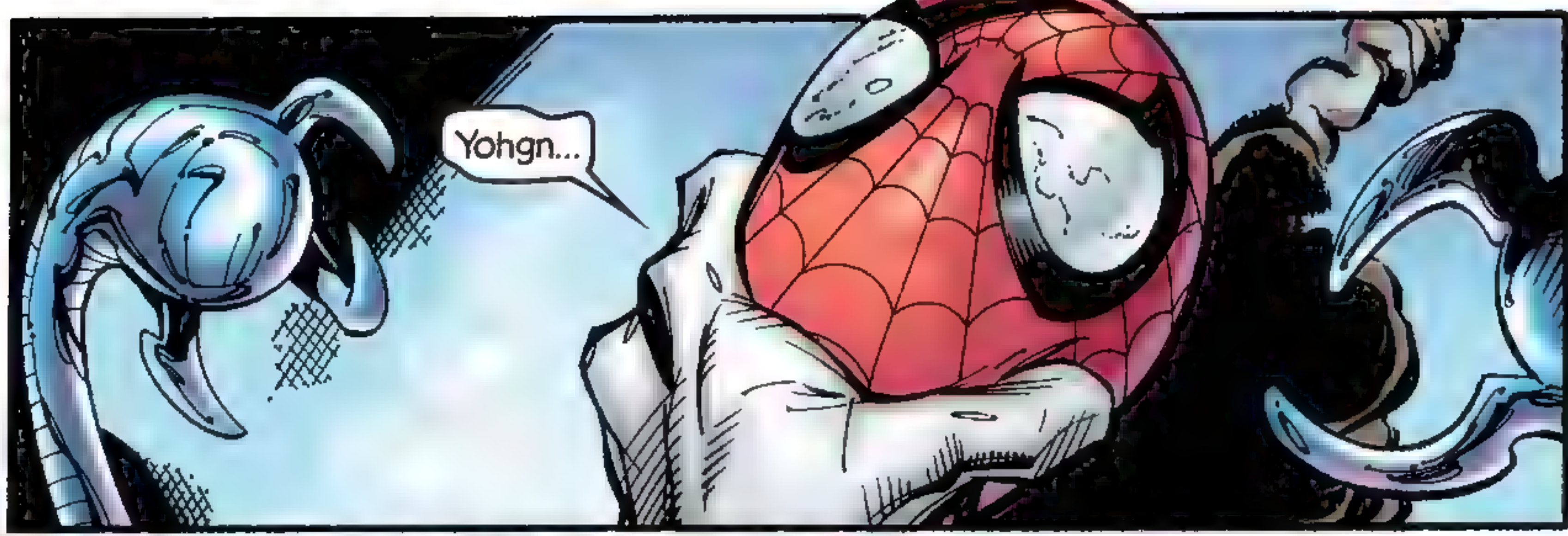










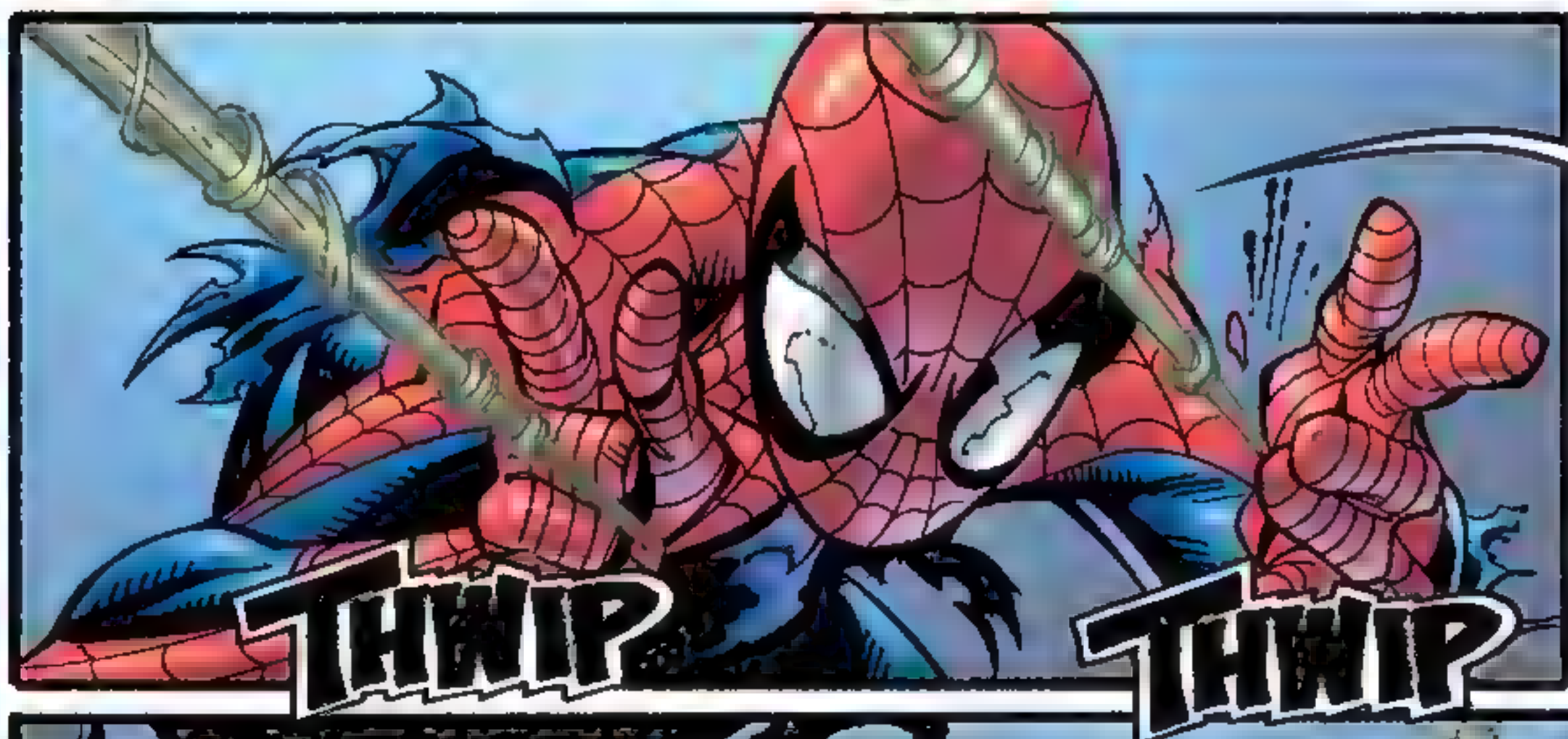






Hate to break it to you--

--but your eyes are the least of your problems.



First of all: green jump-suit?

I got two words for you: E's! Fashion Emergency.

We get you on there-- let them fix you up with a look that says:

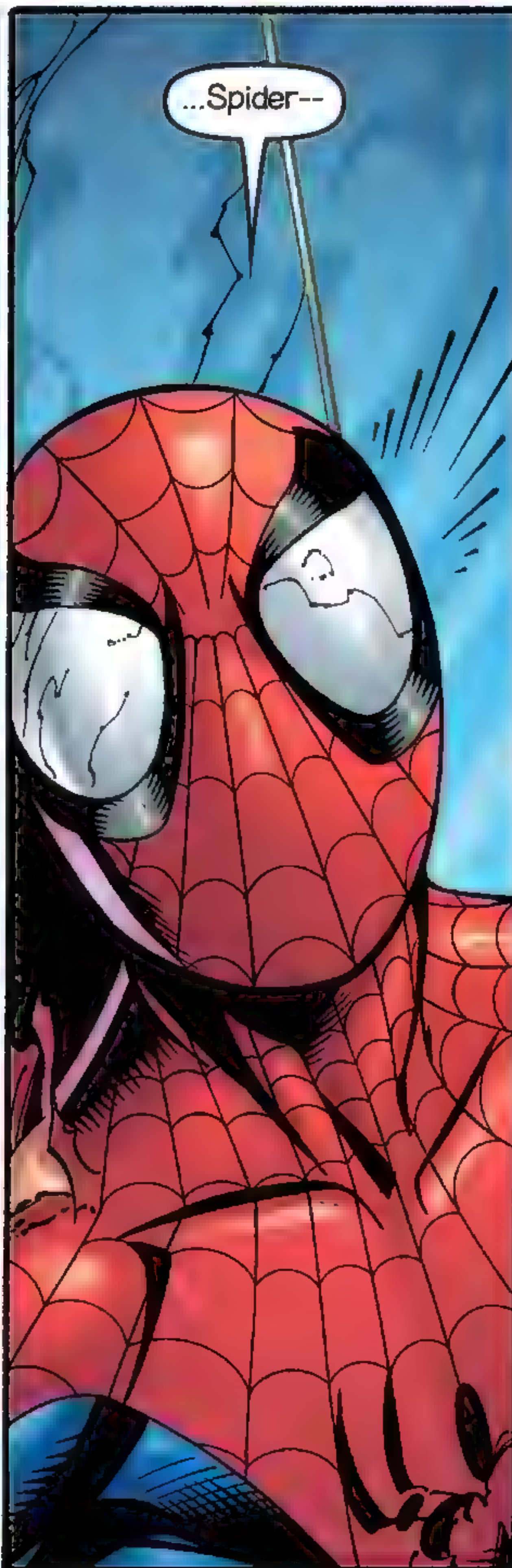
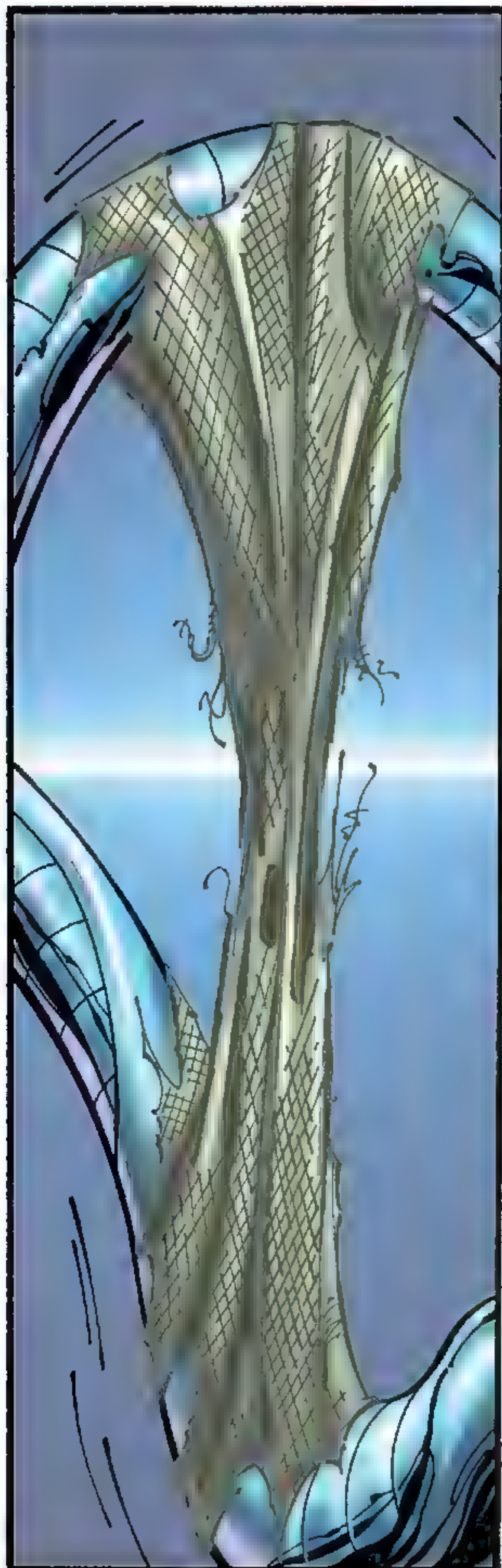
"Sure I may be a homicidal maniac who just tried to take over a nuclear power plant on the shores of the most populated city in the country..."

...but I have a style all my own."

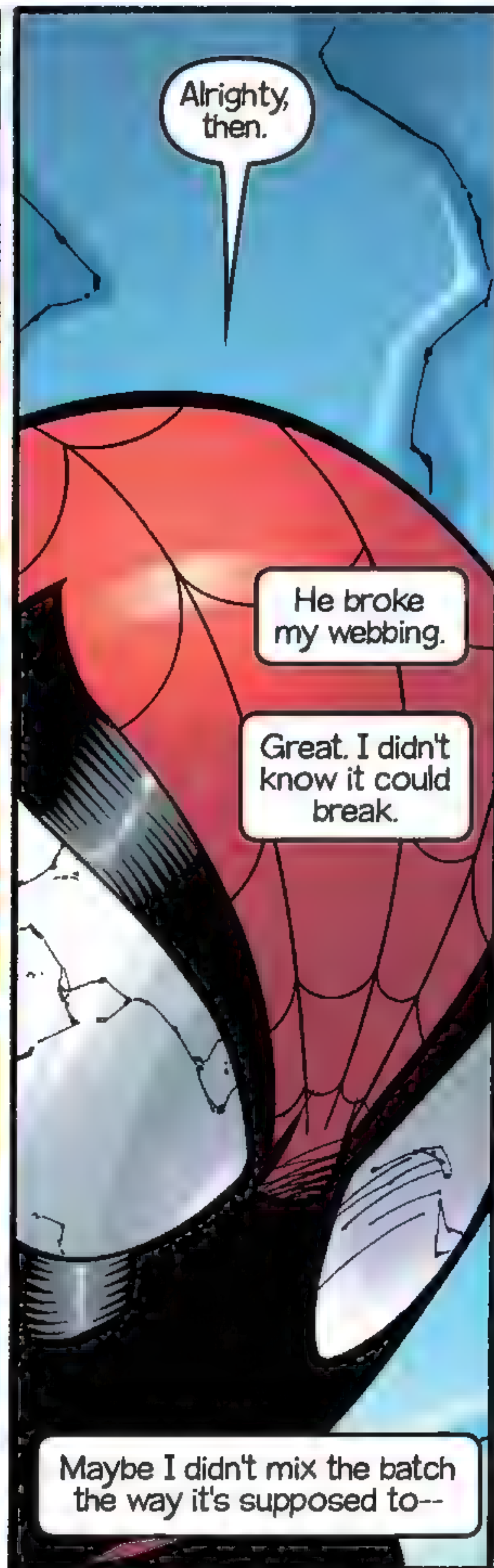
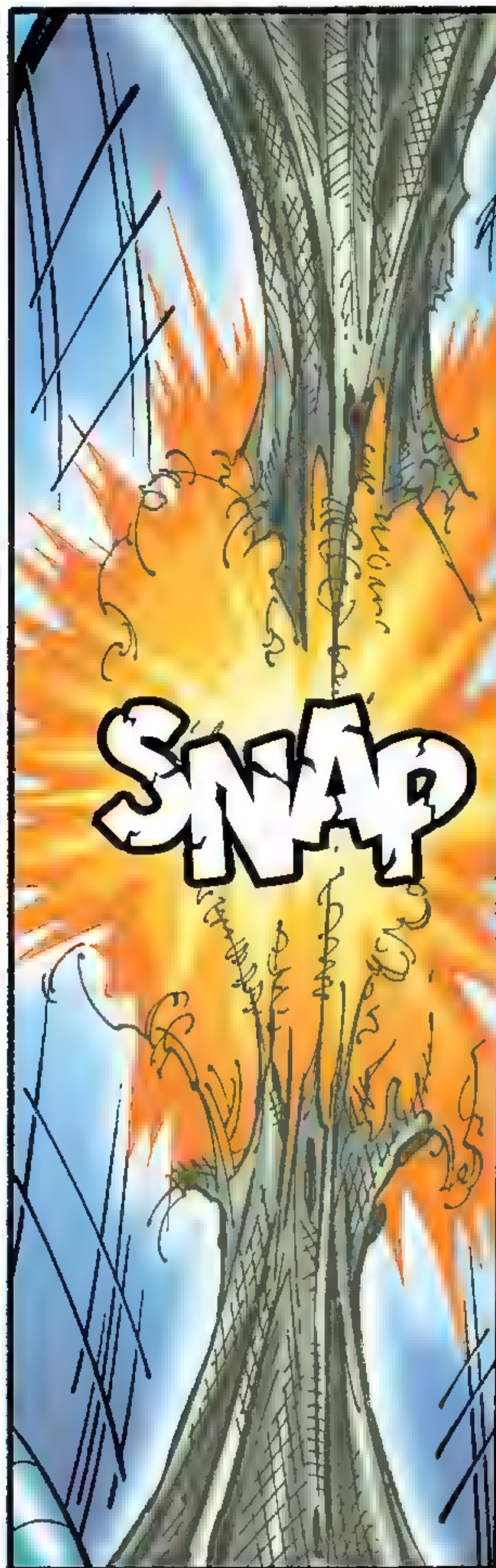
Ahhh!

What are you? What is this...?

Why, I'm your friendly neighborhood...



...Spider--



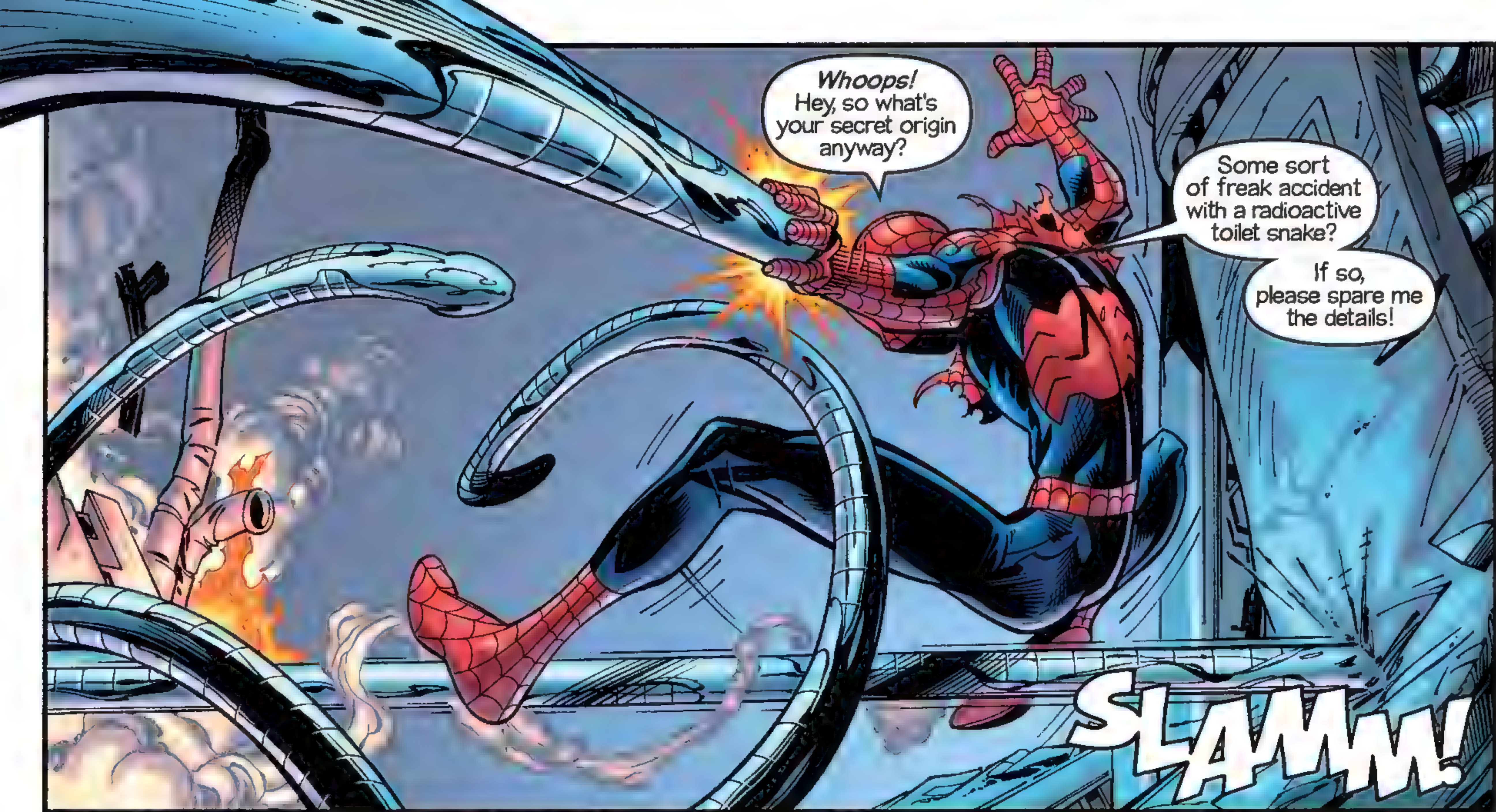
Alrighty, then.

He broke my webbing.

Great. I didn't know it could break.

Maybe I didn't mix the batch the way it's supposed to--





Whoops!  
Hey, so what's  
your secret origin  
anyway?

Some sort  
of freak accident  
with a radioactive  
toilet snake?

If so,  
please spare me  
the details!

**SLAMM!**



Aren't you  
worried about--  
**gyunk!**

Please  
be quiet.

**SPOK**



Guygh!

**SPOK**



What a  
curious, curious  
sight you are.

I  
would love to  
dissect you.

What  
are you?

Law  
enforcement?  
S.H.I.E.L.D.?

Oh yes.  
Yes. I know--  
you're one of  
Justin Hammer's  
homemade  
soldiers.

Well? Is  
that the  
case? Is  
it?

No guhh  
ugh...



...no, I'm  
the haircut  
police.

There's a  
fifty dollar fine  
for bowlcuts in  
this city.



I like  
my hair.





Ow!  
Ow ow  
ow!

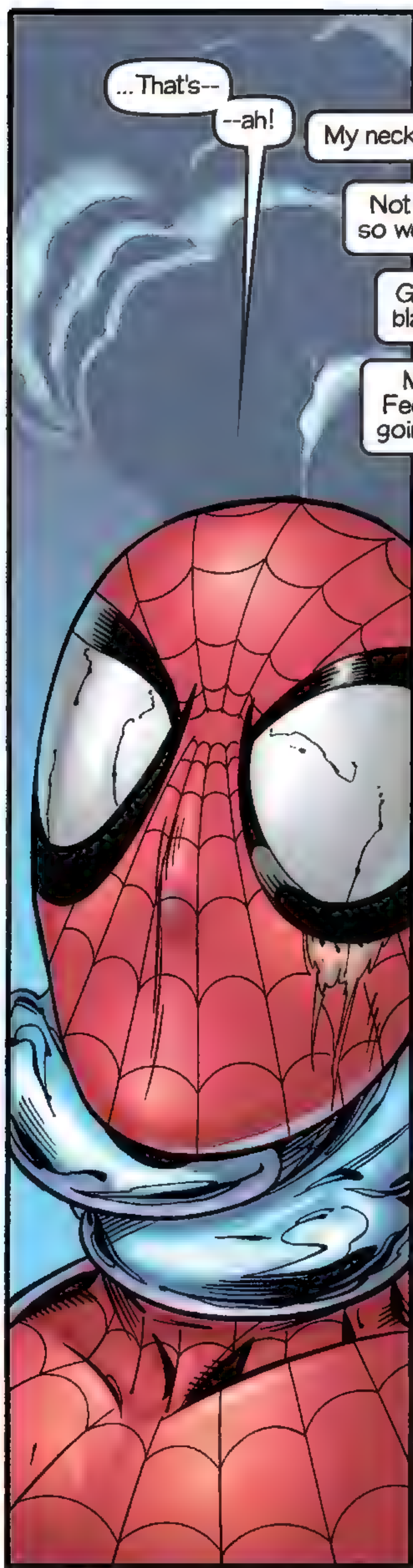
You know,  
ah-- you're  
uh-- ow--

--you're much  
stronger than  
you look.

But-- aah  
I guess you'd  
have to be.

You have  
completely ruined  
my moment  
here.

Nggg--  
Okay okay--  
your hair is  
fabulous!  
Ahhh!



...That's--

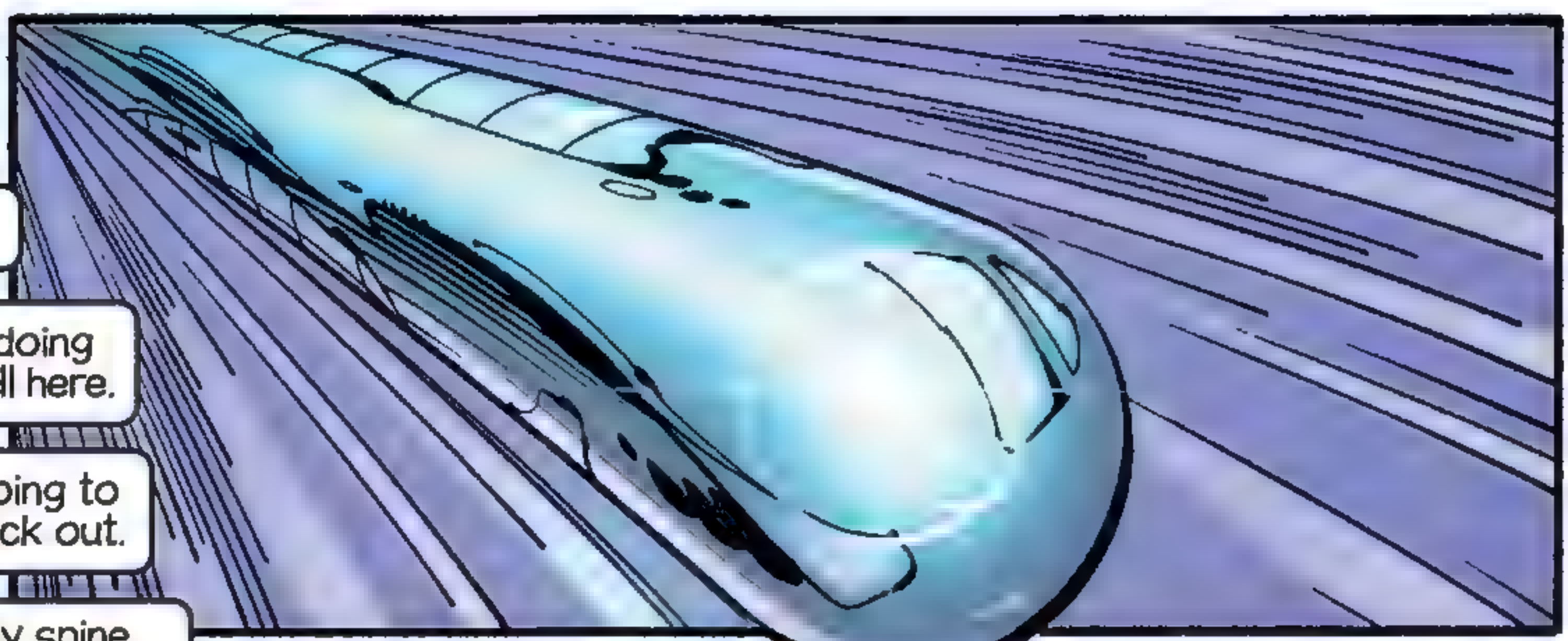
--ah!

My neck.

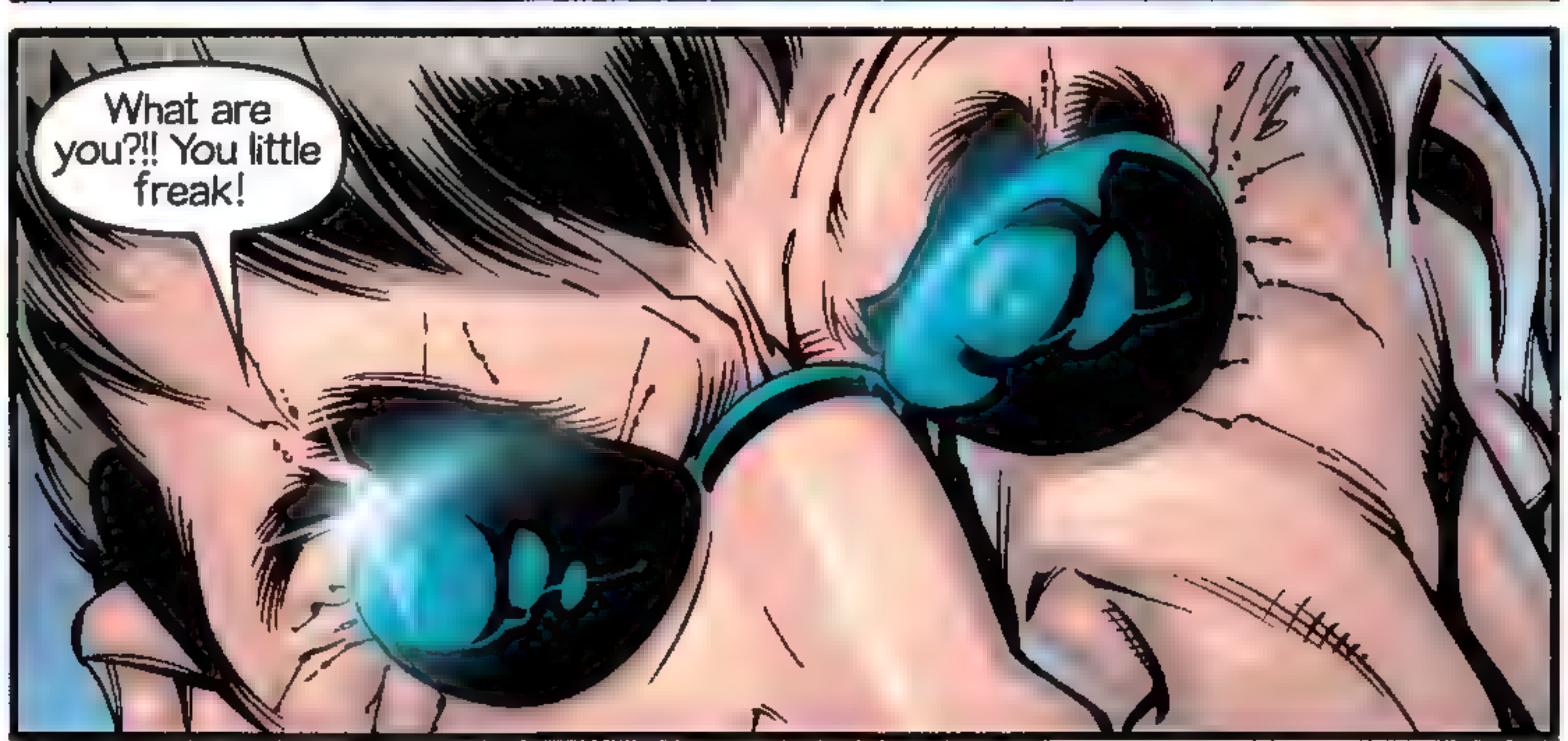
Not doing  
so well here.

Going to  
black out.

My spine.  
Feels like it's  
going to pop.



Aah!

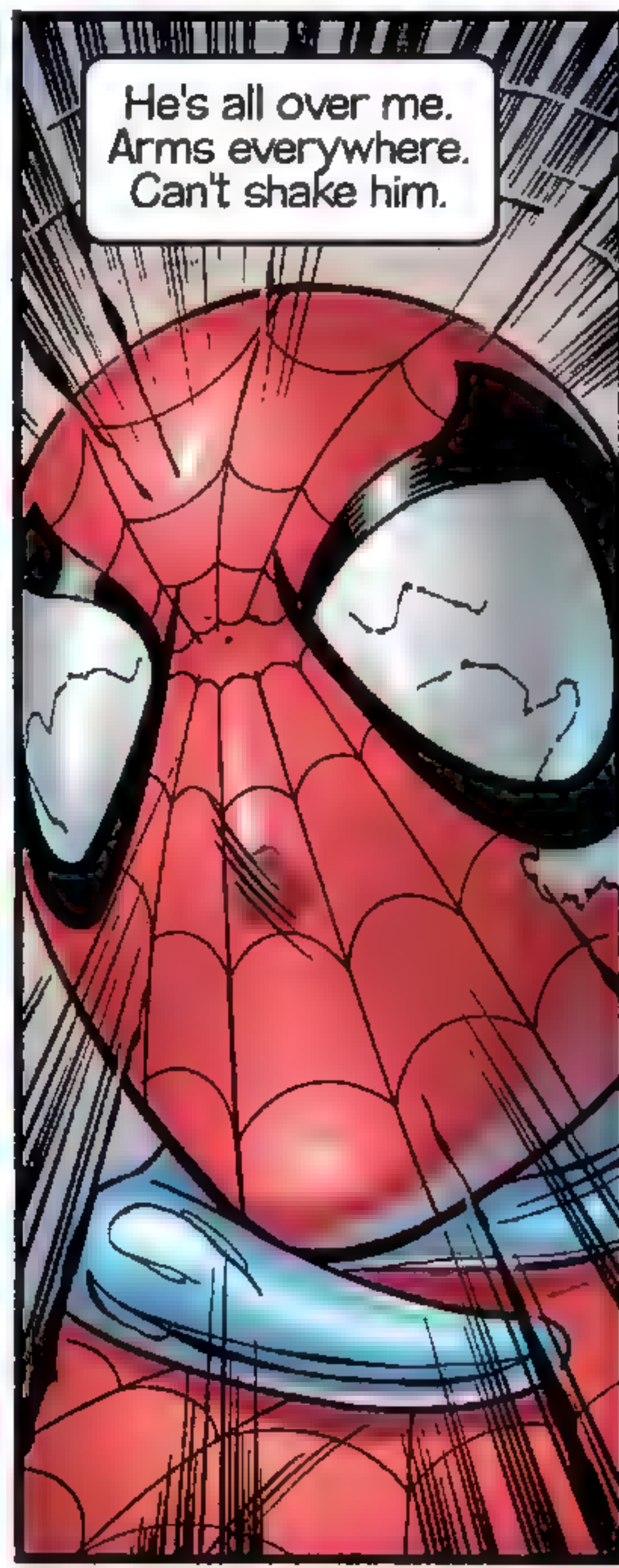


What are  
you?! You little  
freak!

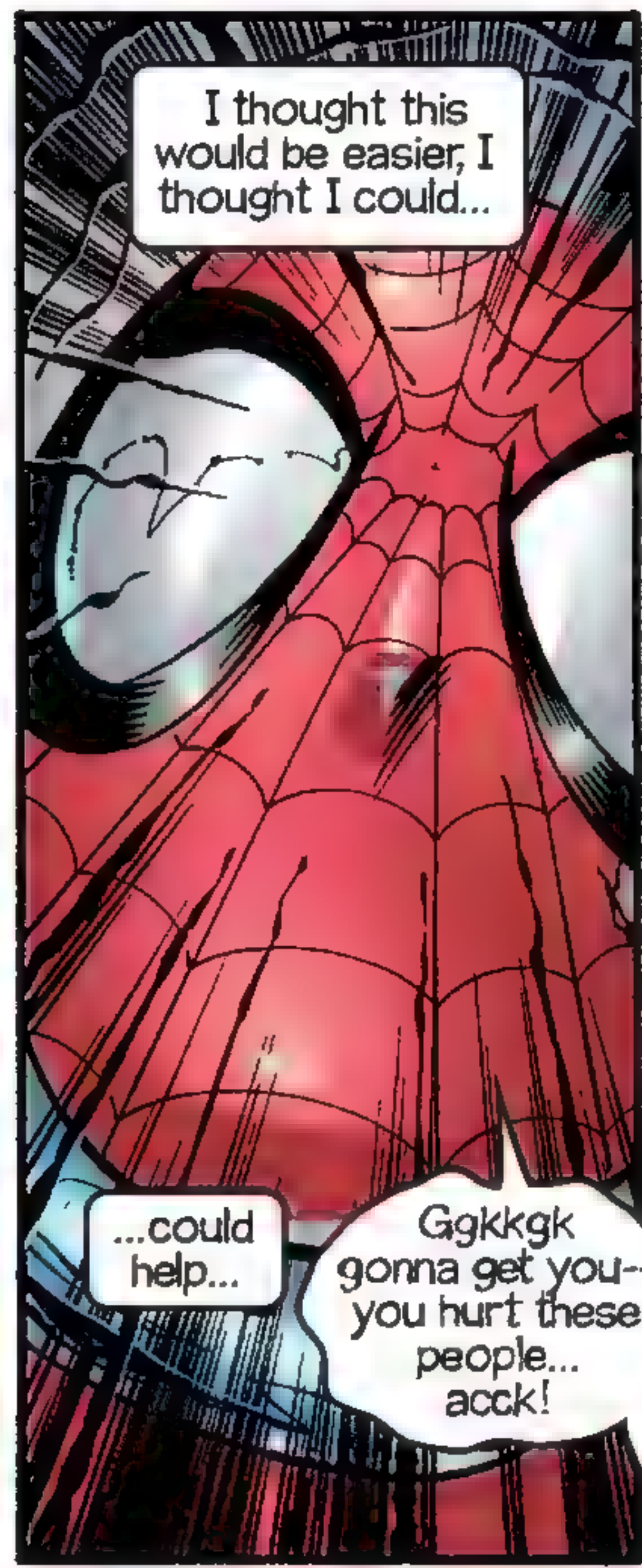


Well, if  
that ain't the pot  
calling the kettle...  
ow!

I can't--  
ow!



He's all over me.  
Arms everywhere.  
Can't shake him.

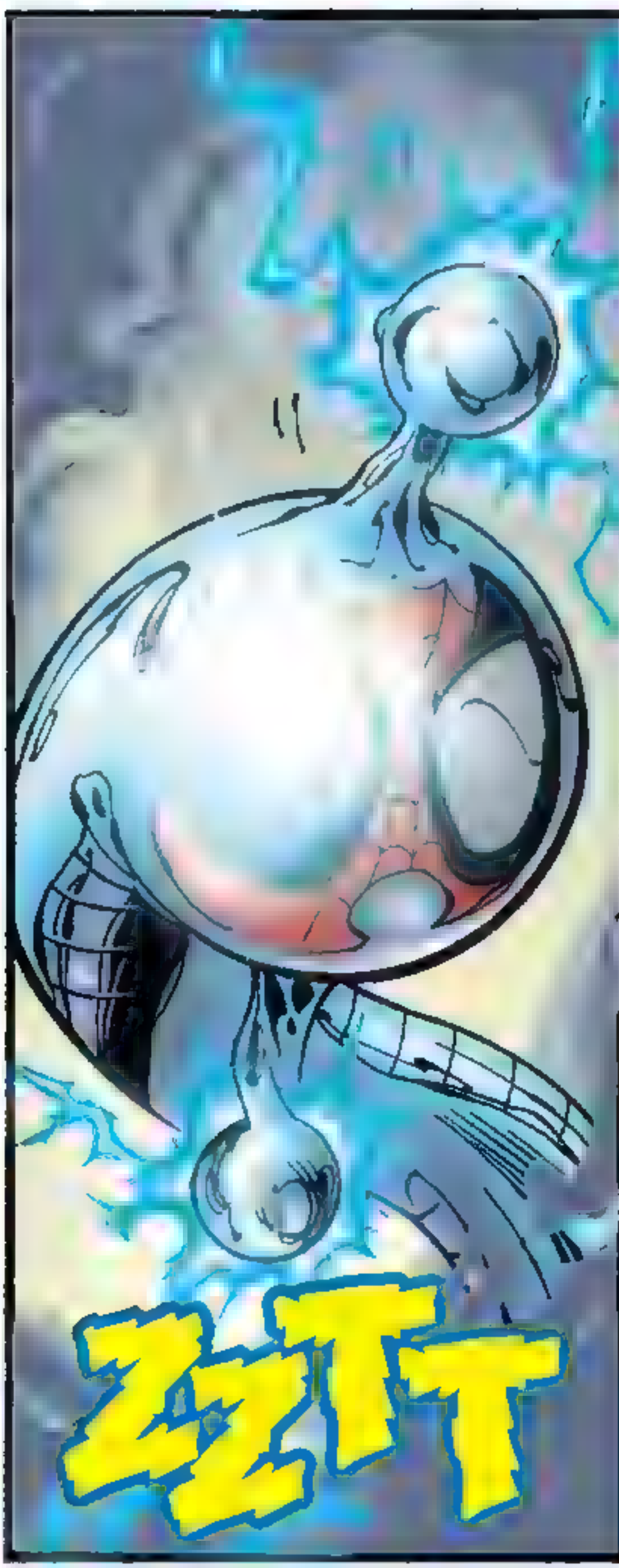
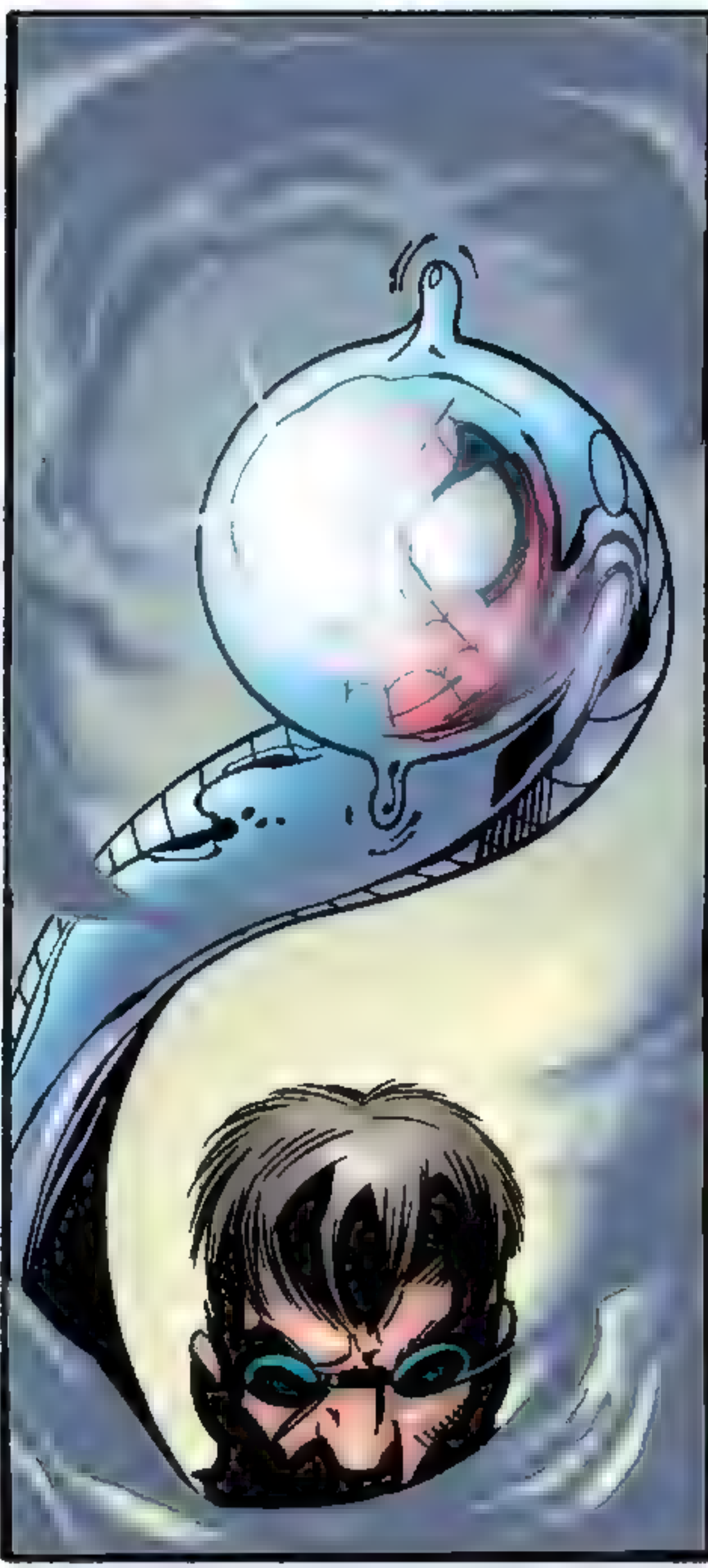
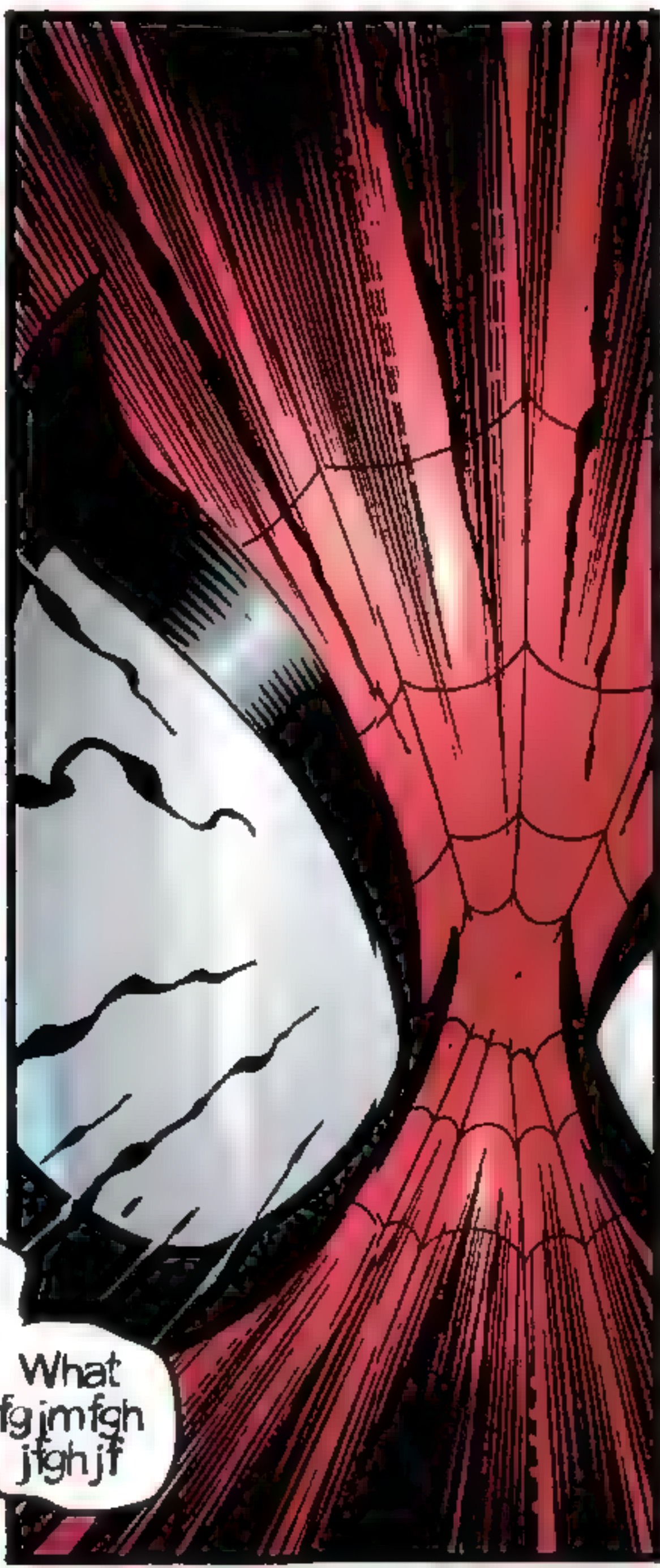


I thought this  
would be easier; I  
thought I could...

...could  
help...

Ggkkkk  
gonna get you--  
you hurt these  
people...  
ackk!

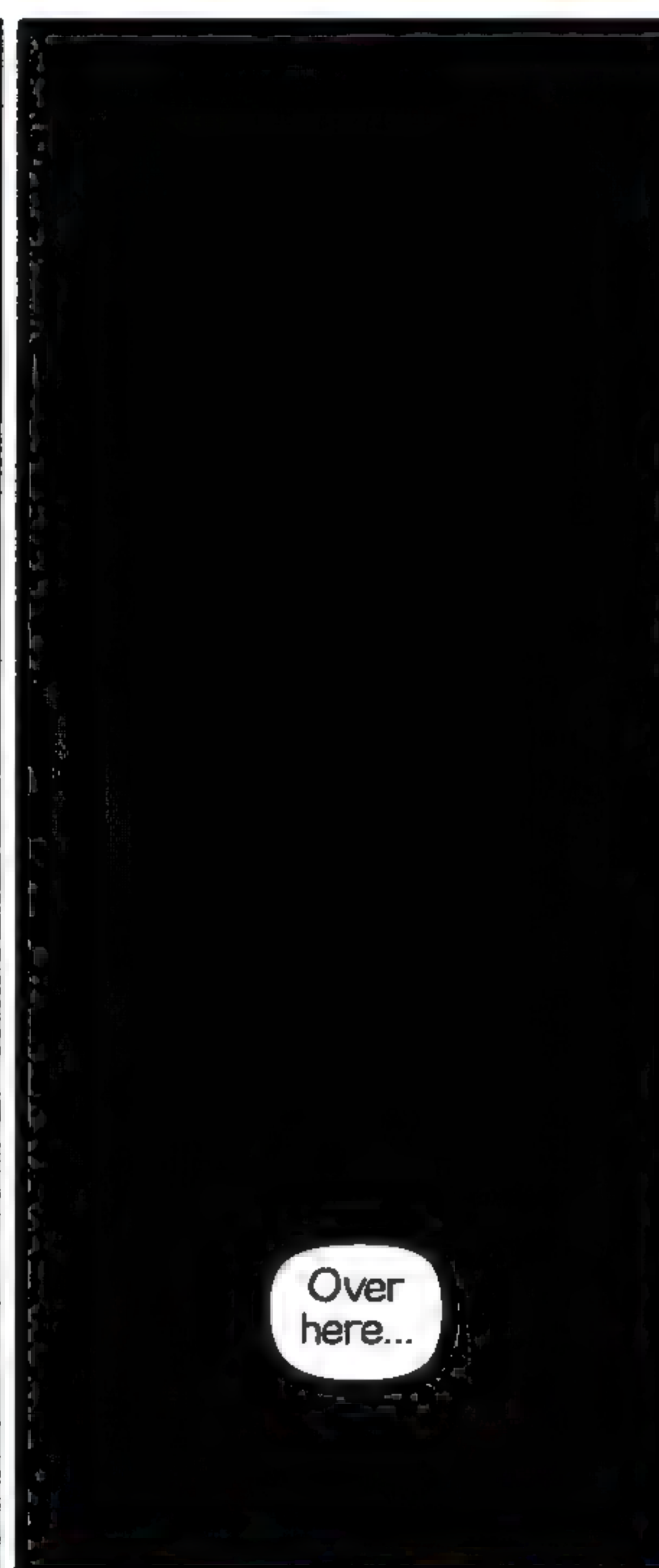
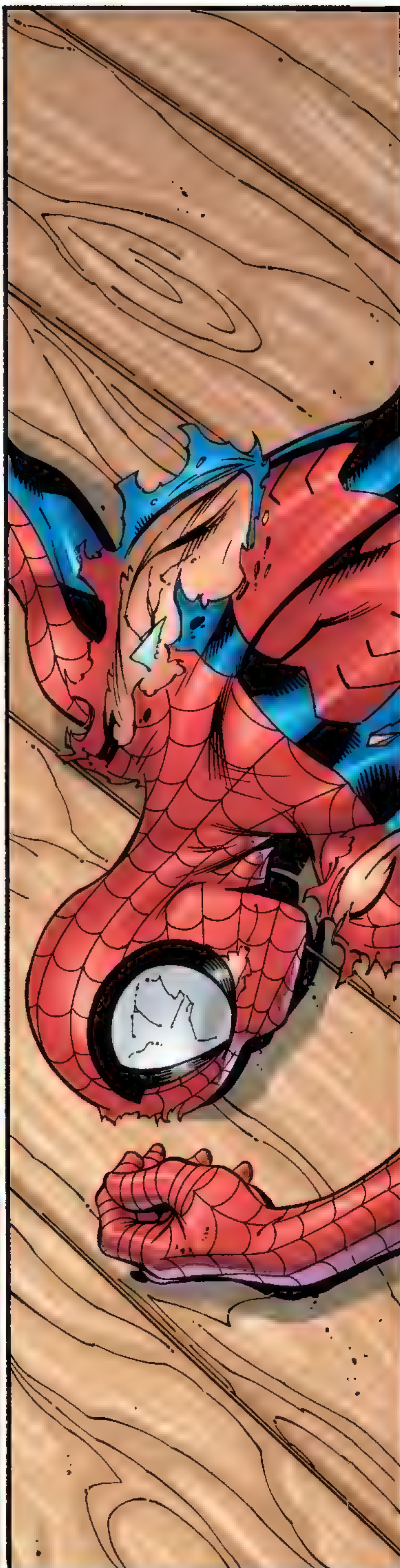
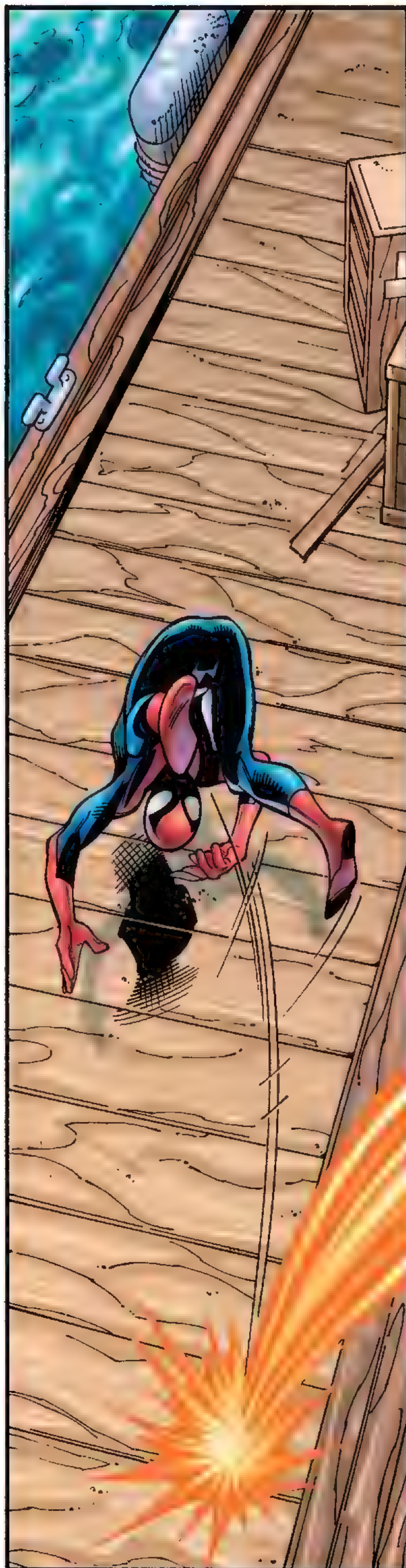
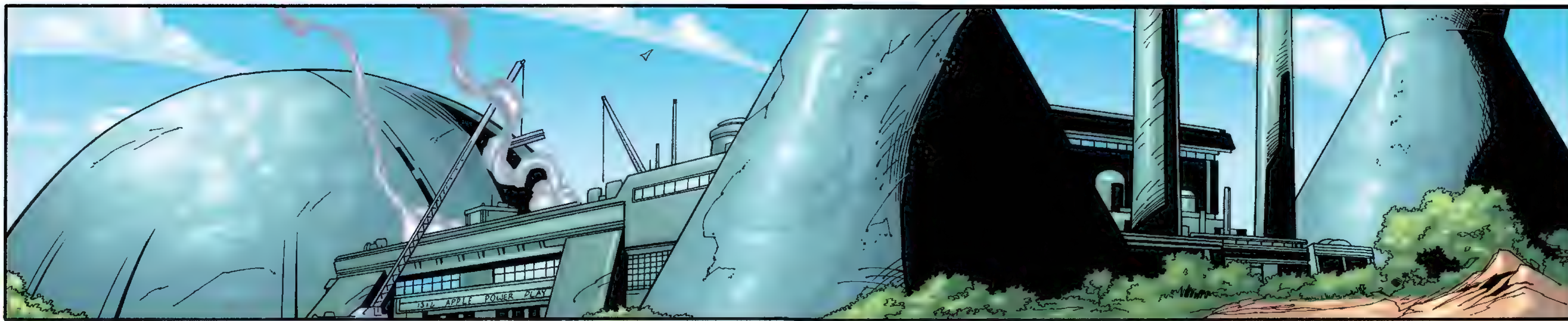
What  
fjgmgh  
jghj!



Oh no...

...Oh no...





Captain,  
we have him  
over here!

Is he  
awake?

Take  
off his  
mask.

Over  
here...



Mmmwhat's  
goin' on?

He's  
awake.

He's  
up.

Lieutenant,  
over here!!



Stay down!  
Stay down!!

Don't  
you move!

Don't you  
move a muscle  
or I will blow  
your head  
off!!

W-what?  
What's goin'  
on? Hey!





He's up!!  
Don't--  
Don't you  
move!!

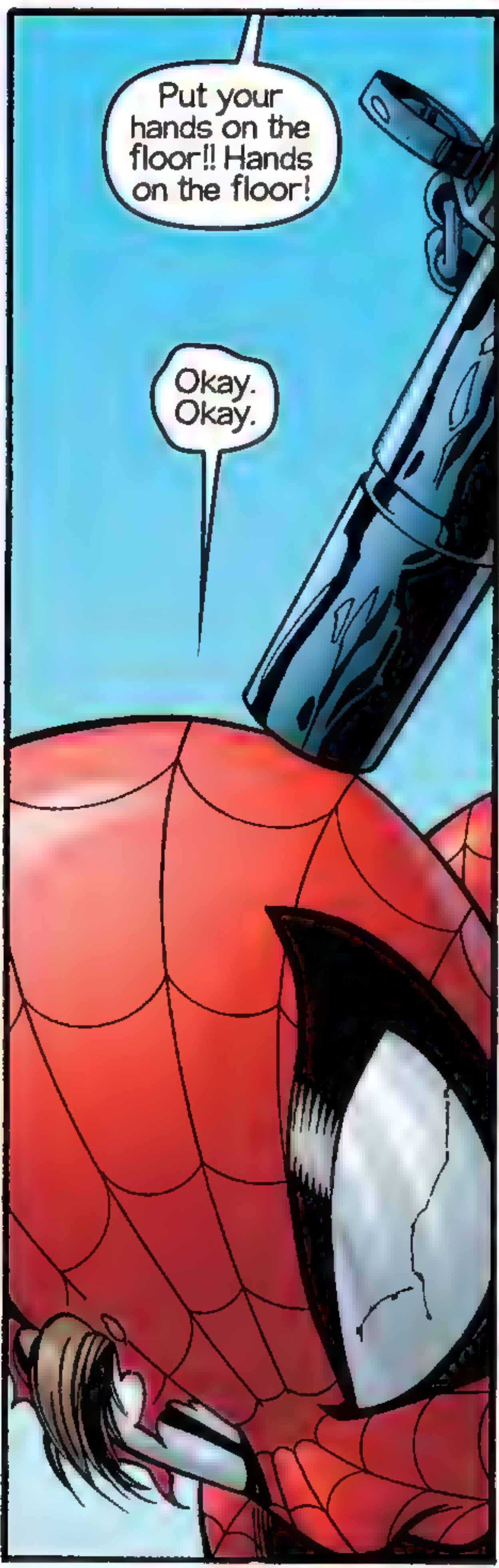
Put your  
hands on the  
floor!!

Hands  
on the  
floor!!!

What  
happened  
to--?

Shut up! Lie  
on the ground  
with your hands  
over your  
head!!

--the guy  
with the  
arms?



Put your  
hands on the  
floor!! Hands  
on the floor!

Okay.  
Okay.



I mean  
it-- you mutant  
freak! I will blow  
your head off!

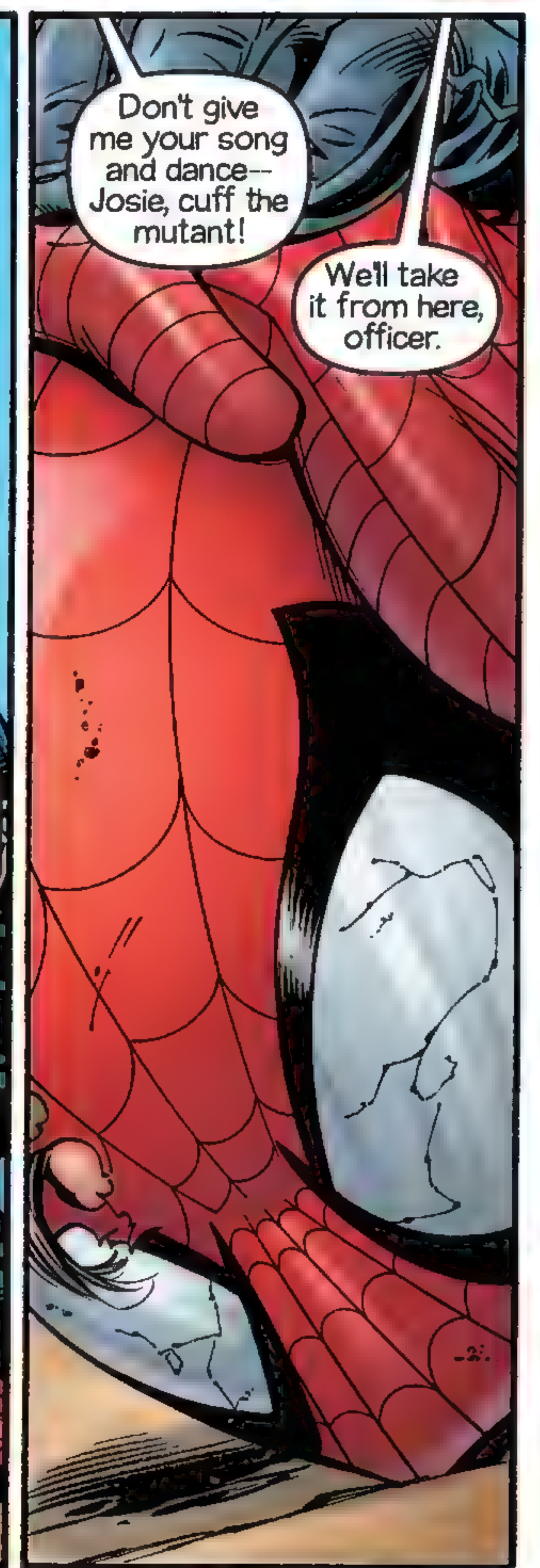


I-- I don't  
know what  
to do...

I-- I can't fight  
the police. Oh  
man, they're the--

You have 'til  
the count of  
three!!

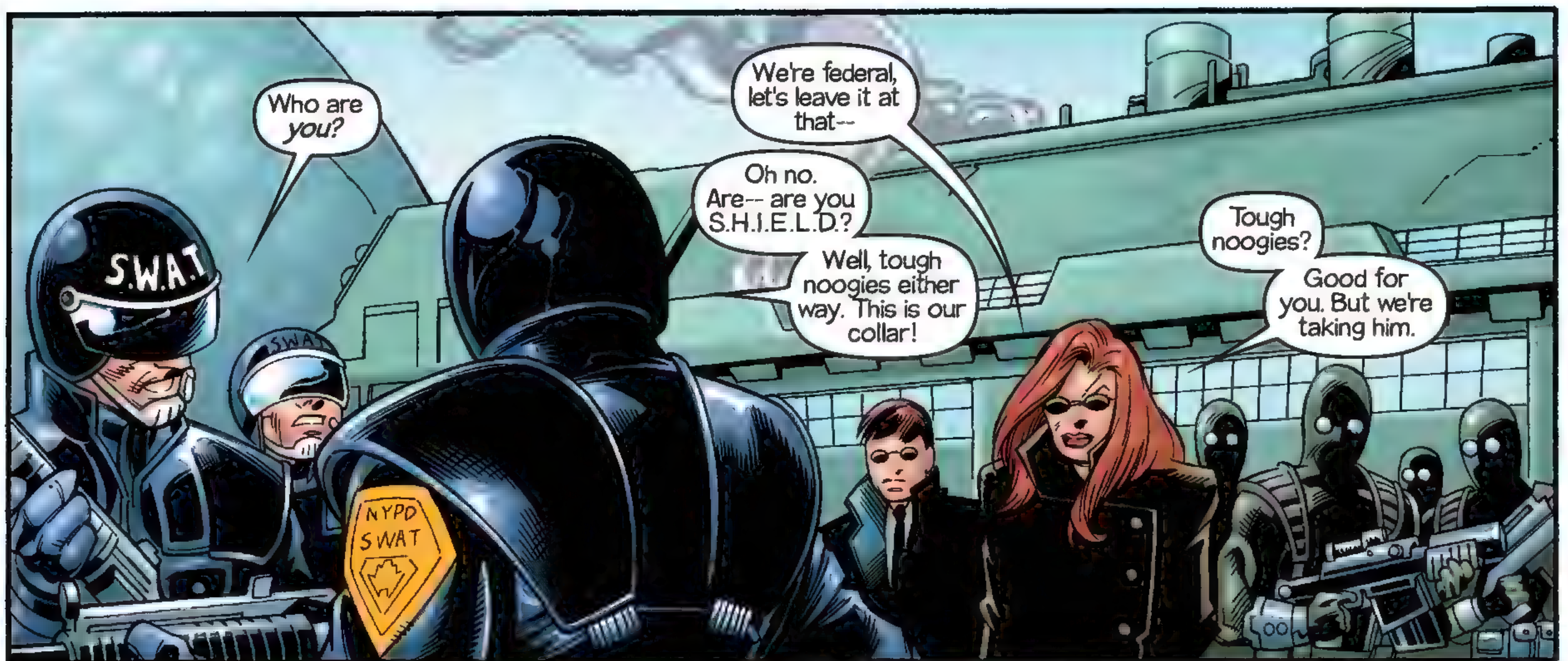
Okay! But  
hey, listen, ow--  
listen--I'm not  
the guy you--



Don't give  
me your song  
and dance--  
Josie, cuff the  
mutant!

We'll take  
it from here,  
officer.





Who are you?

We're federal, let's leave it at that--

Oh no. Are-- are you S.H.I.E.L.D.?

Well, tough noogies either way. This is our collar!

Tough noogies?

Good for you. But we're taking him.



Make a move and you're a pile of dust!

Listen, lady!

Lord in heaven-- calm yourself, officer! You have--

This is ours!

There are hurt civilian people here for you to--

This is our territory! This is our bust!

But there's a--



Should we de-mask the perp, Agent Carter?

You know what, lady? I want to see some ID. You just can't waltz in here--

Agent Carter? Should we--?

You can't just waltz in here and--

Do you know what a 45 article B is, officer? It's a federal offense. It means obstructing federal officers while in pursuit of a--

What?



Should we de-mask him then shackle him because we don't--

Are you threatening me?

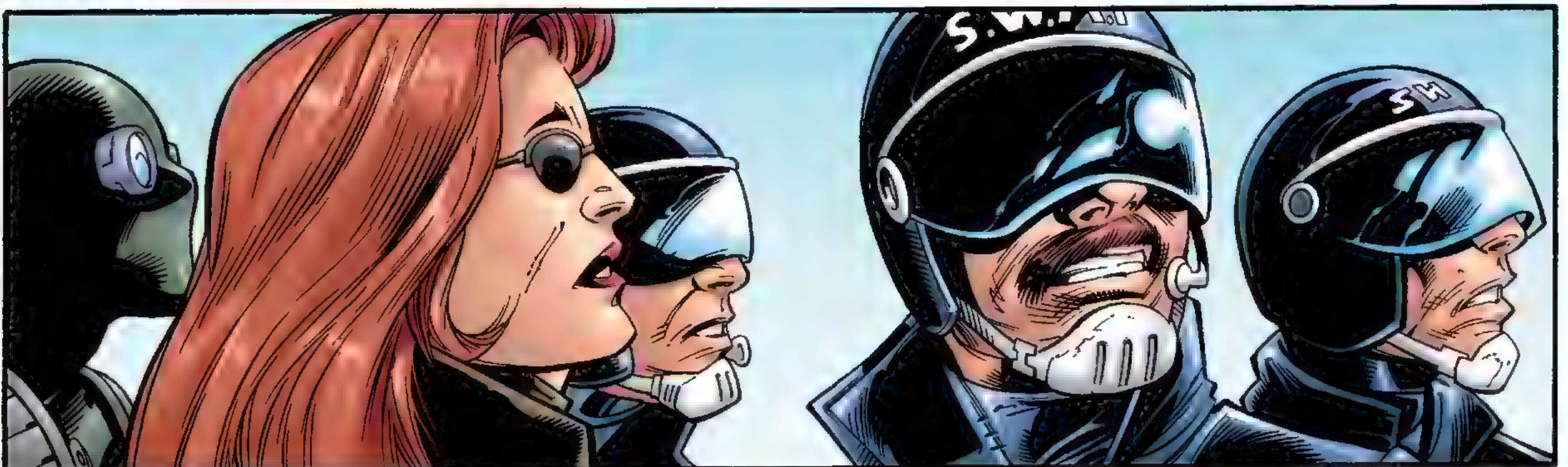
Well, if you think I would even blink before clapping the cuffs on you as well -- you are living in a dream world, pal!

Are you guys getting this?

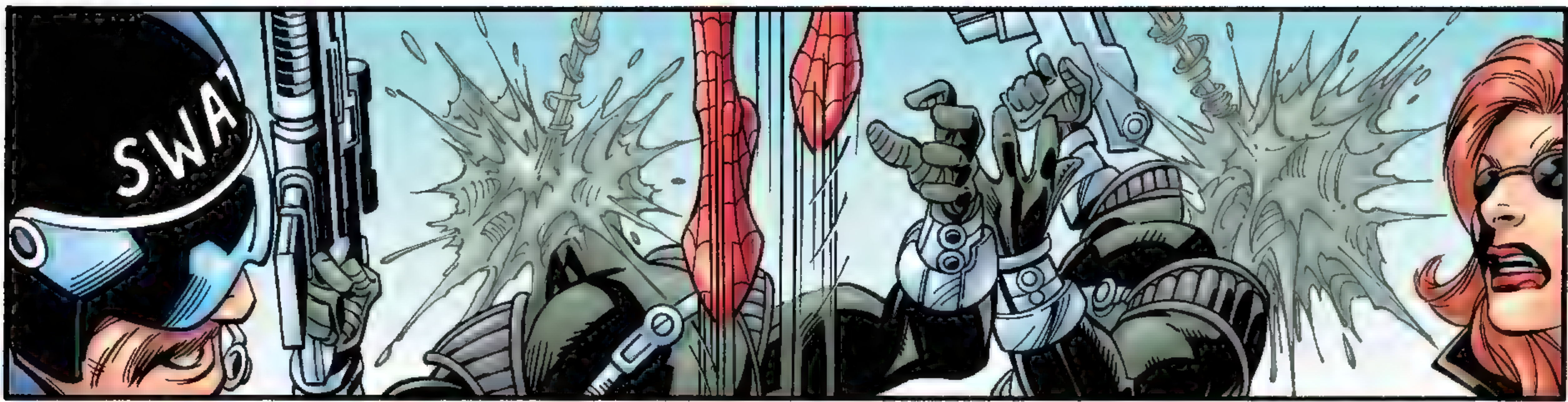
Stand down, lieutenant!!

I want to see some ID, girl!

Hey, is that Charlton Heston?







Psyche!

Aah! What is this?

THWIPP

BLAM

BLAM

BLAM

Thank god my web shooters are still working.

Oh man, I'm gonna heave! Total head spins.

SPOON

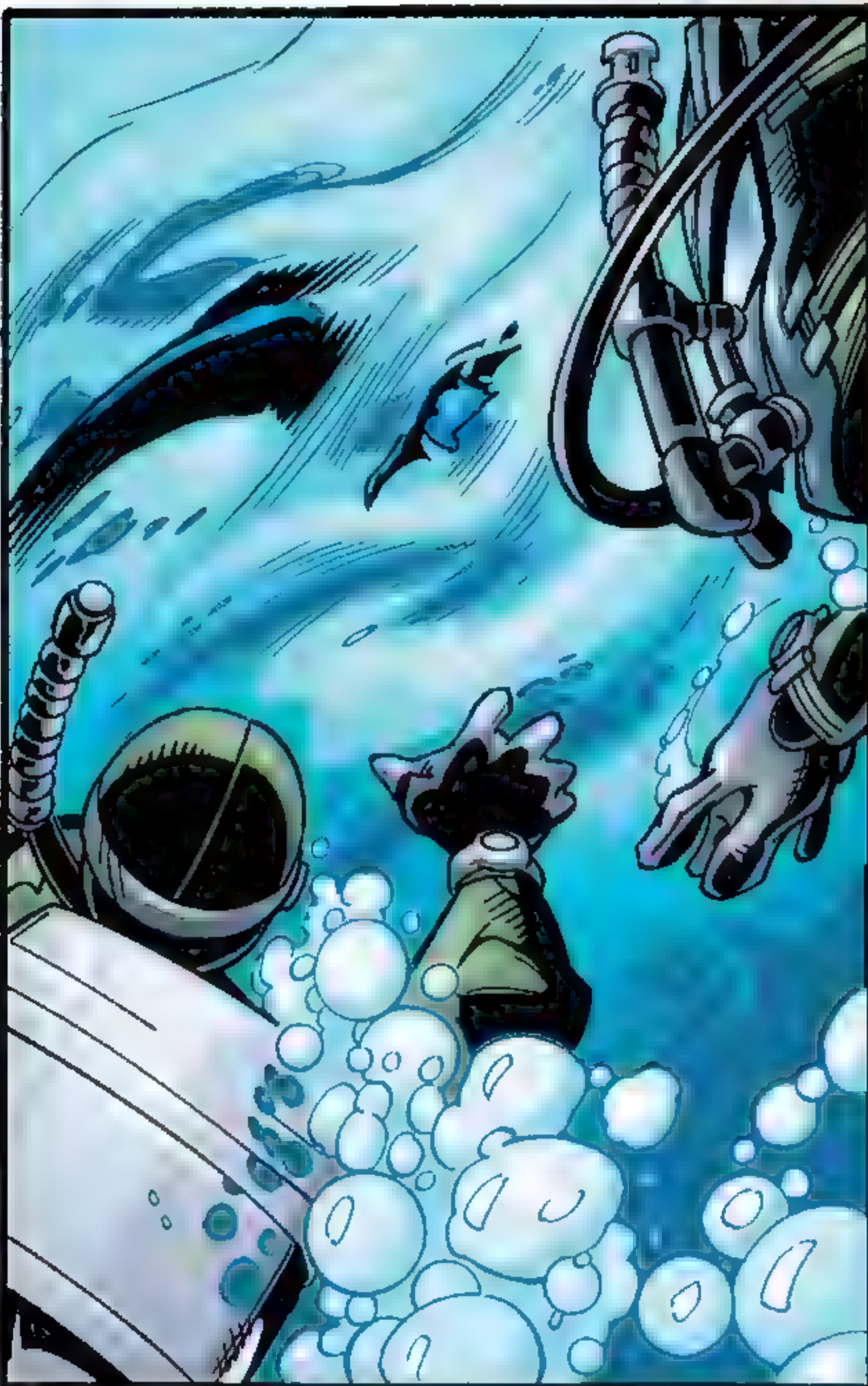
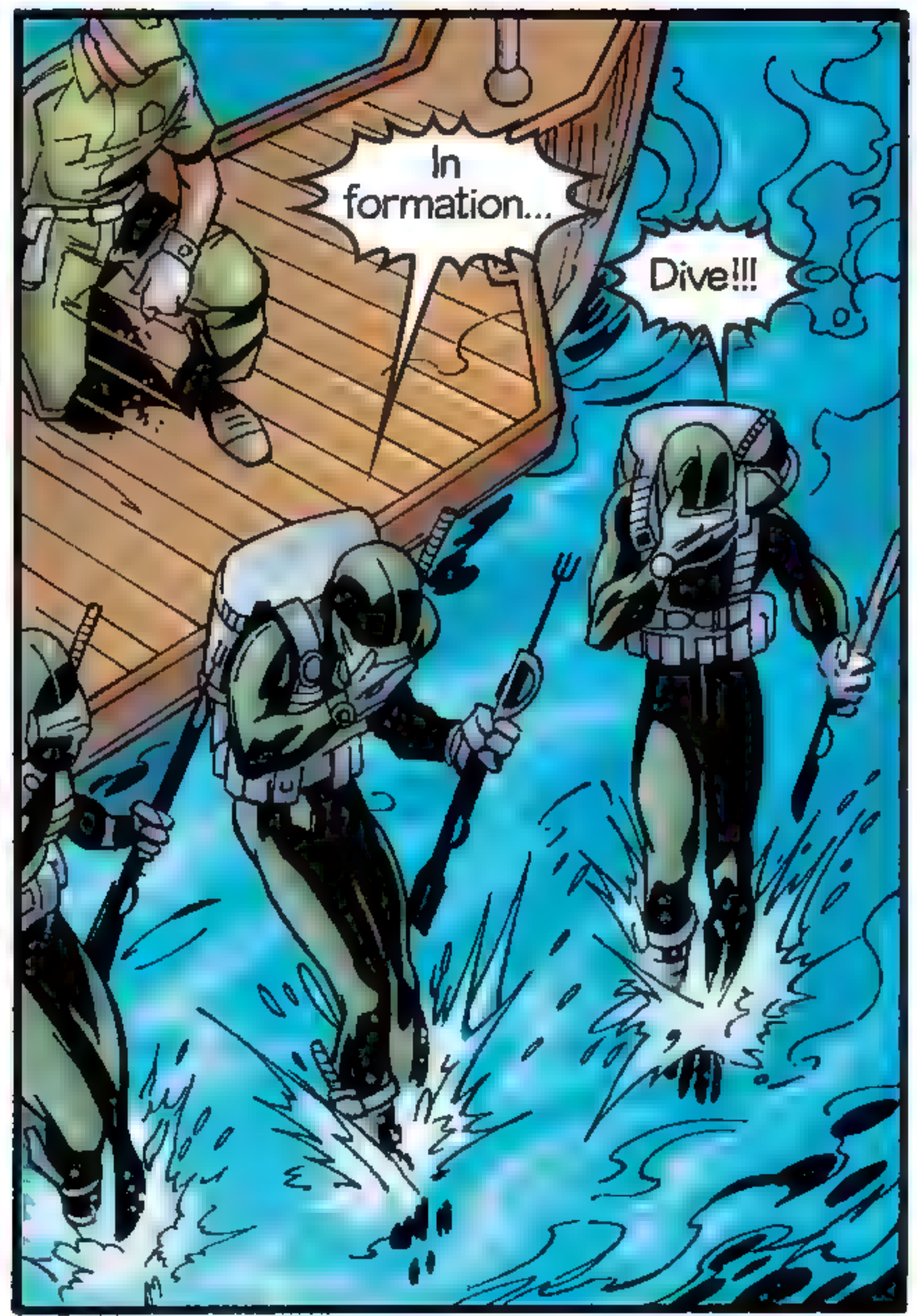
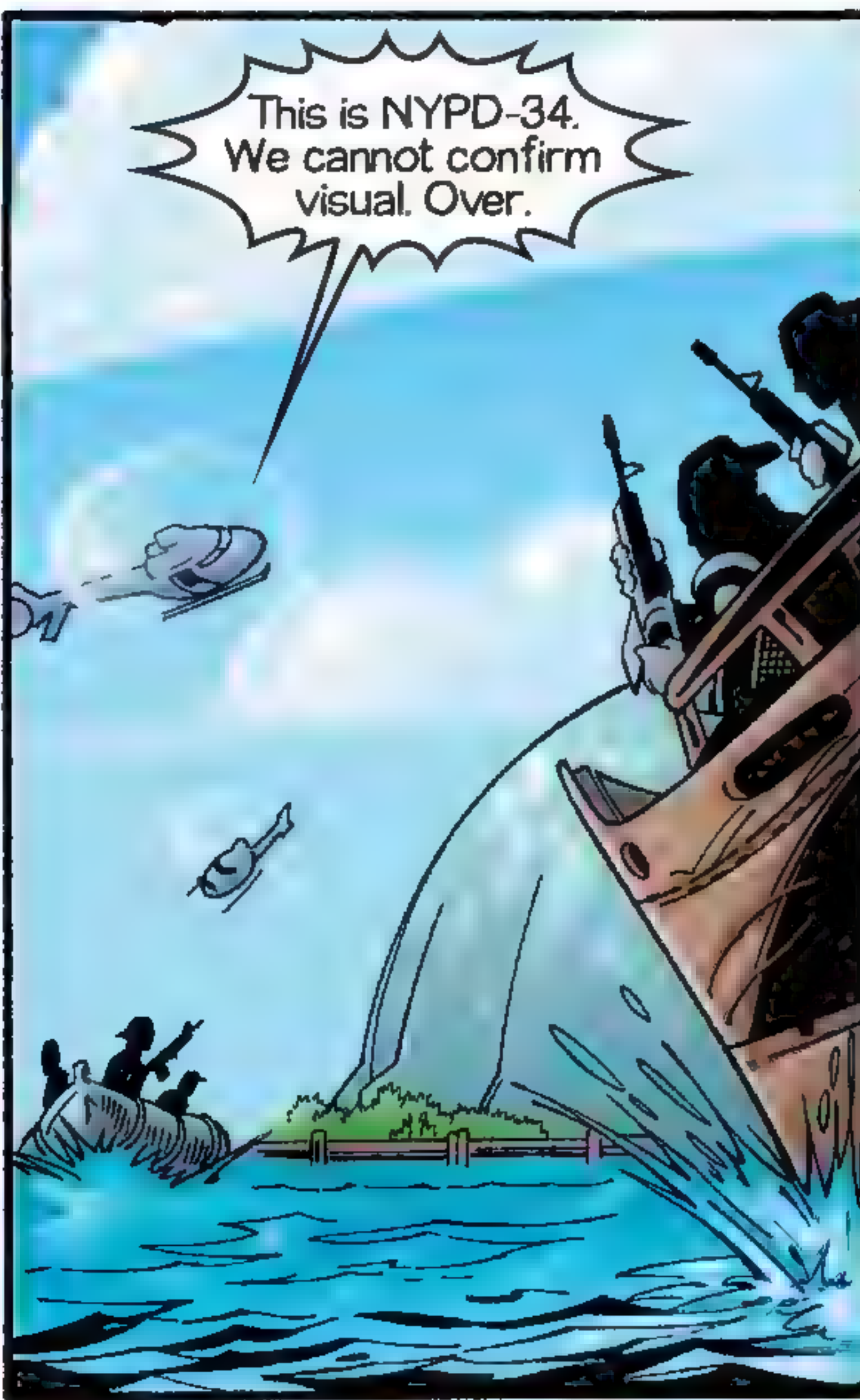
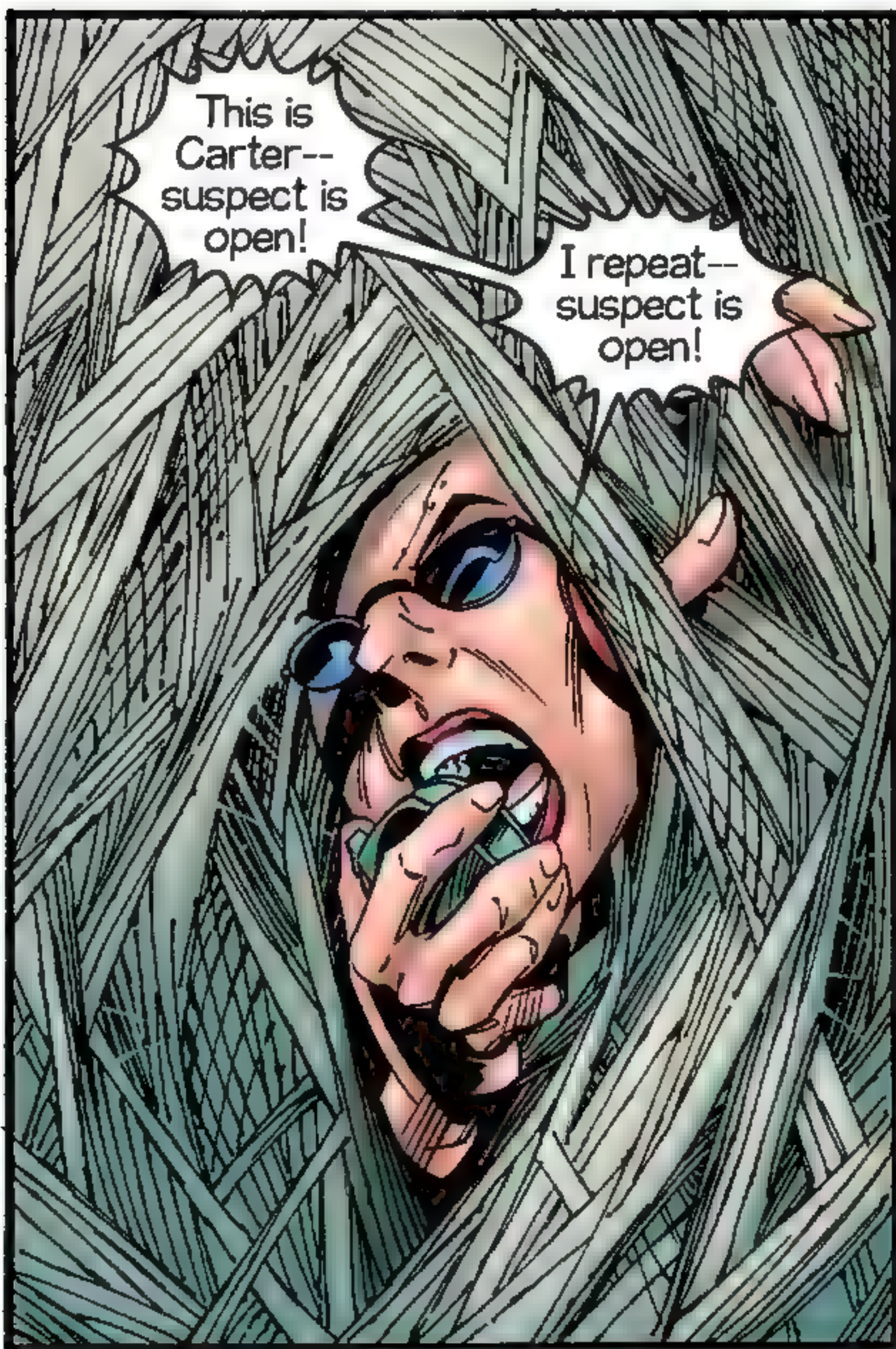
SPOON

BLAM

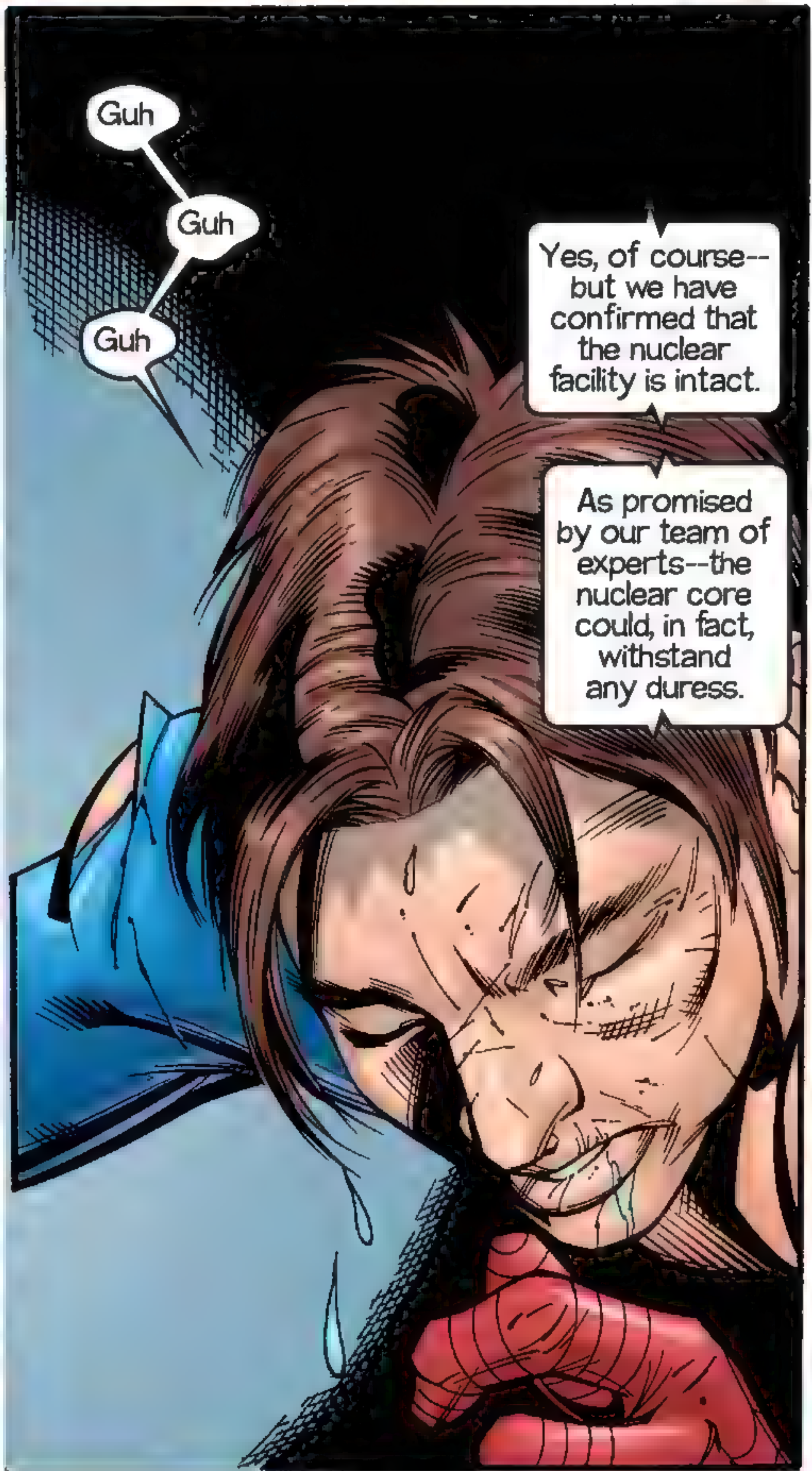
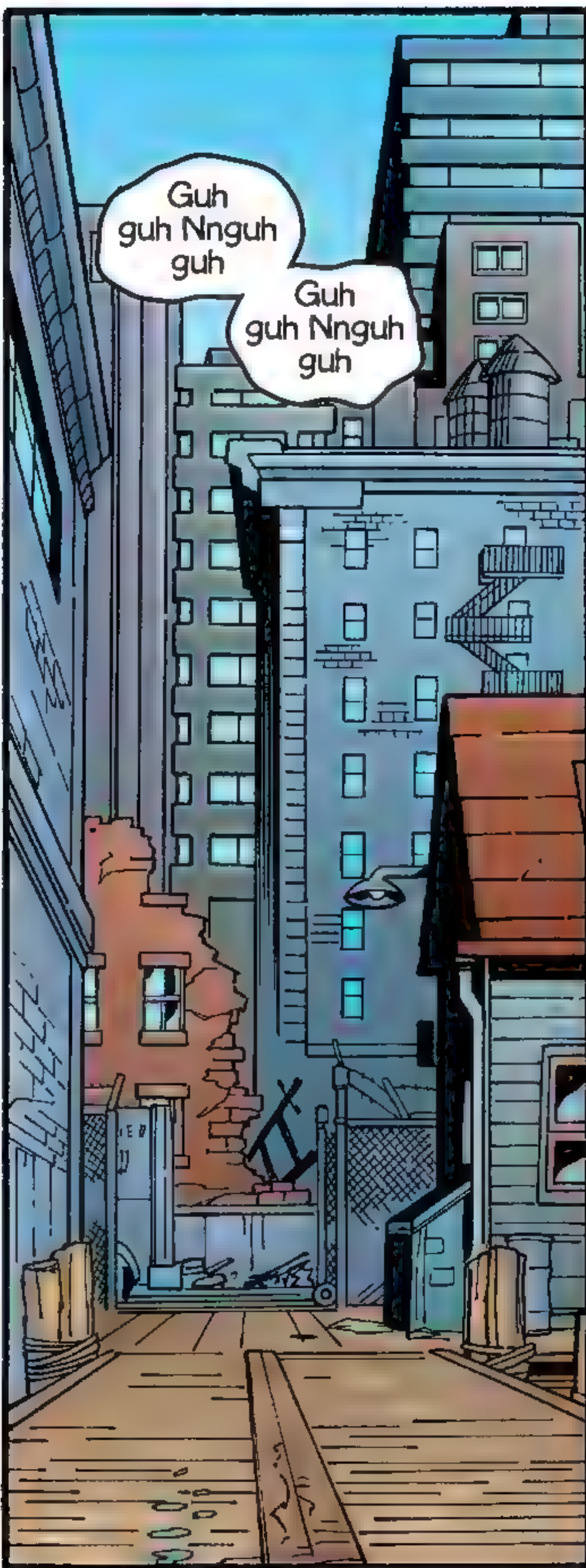
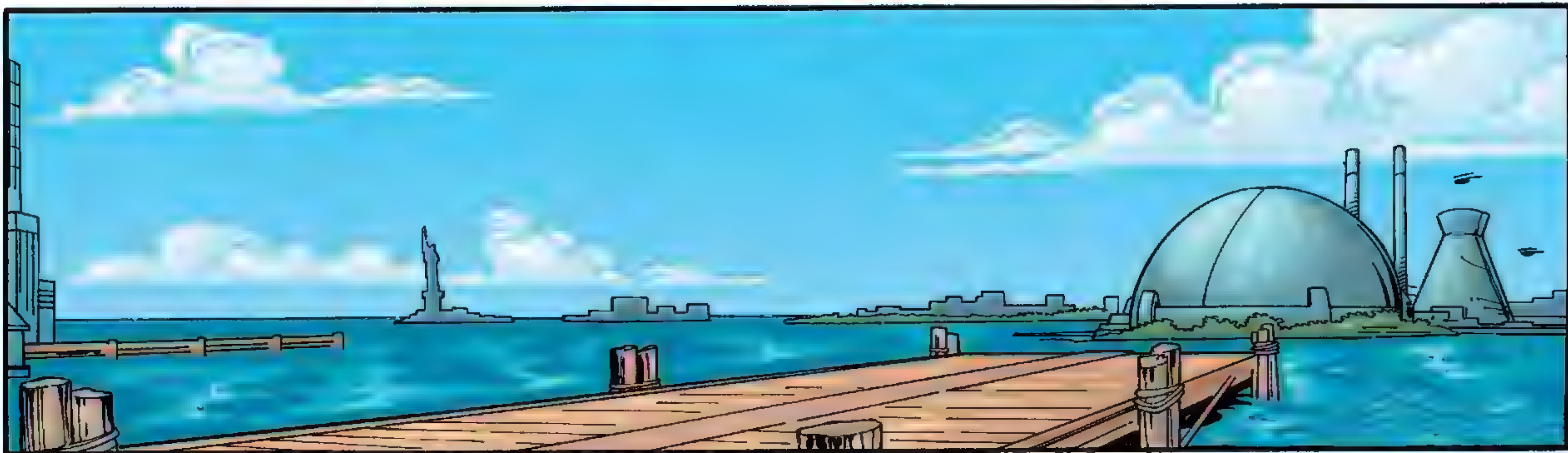
BLAM

What?  
fgjmfghj fghj fghj











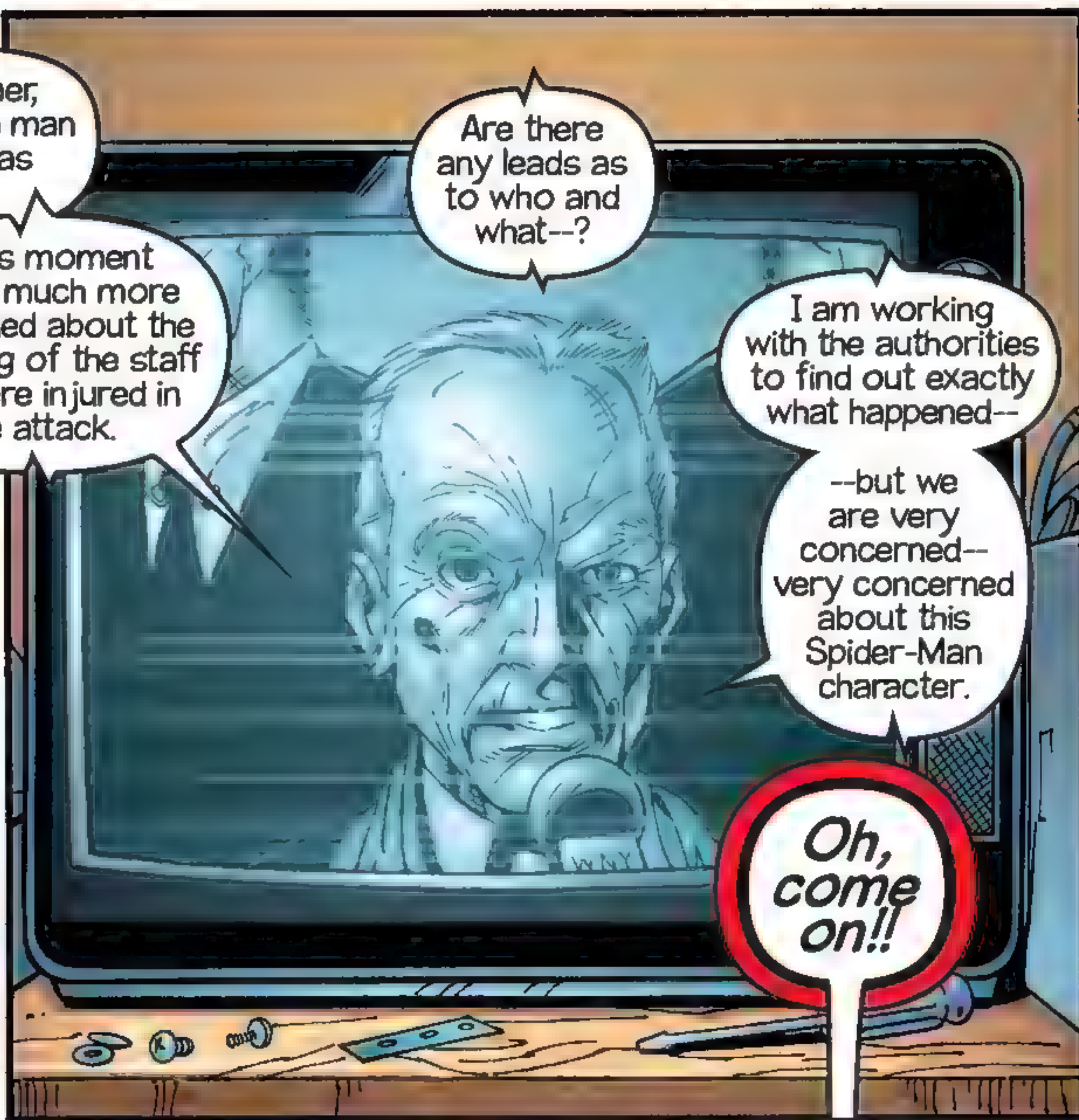


Even *attempted* sabotage. I am sorry we had to find out in such a fashion--

--but we do know that the dome facility is secure and running.

Mr. Hammer, reports of a man identified as Otto--

At this moment we are much more concerned about the well-being of the staff that were injured in the attack.

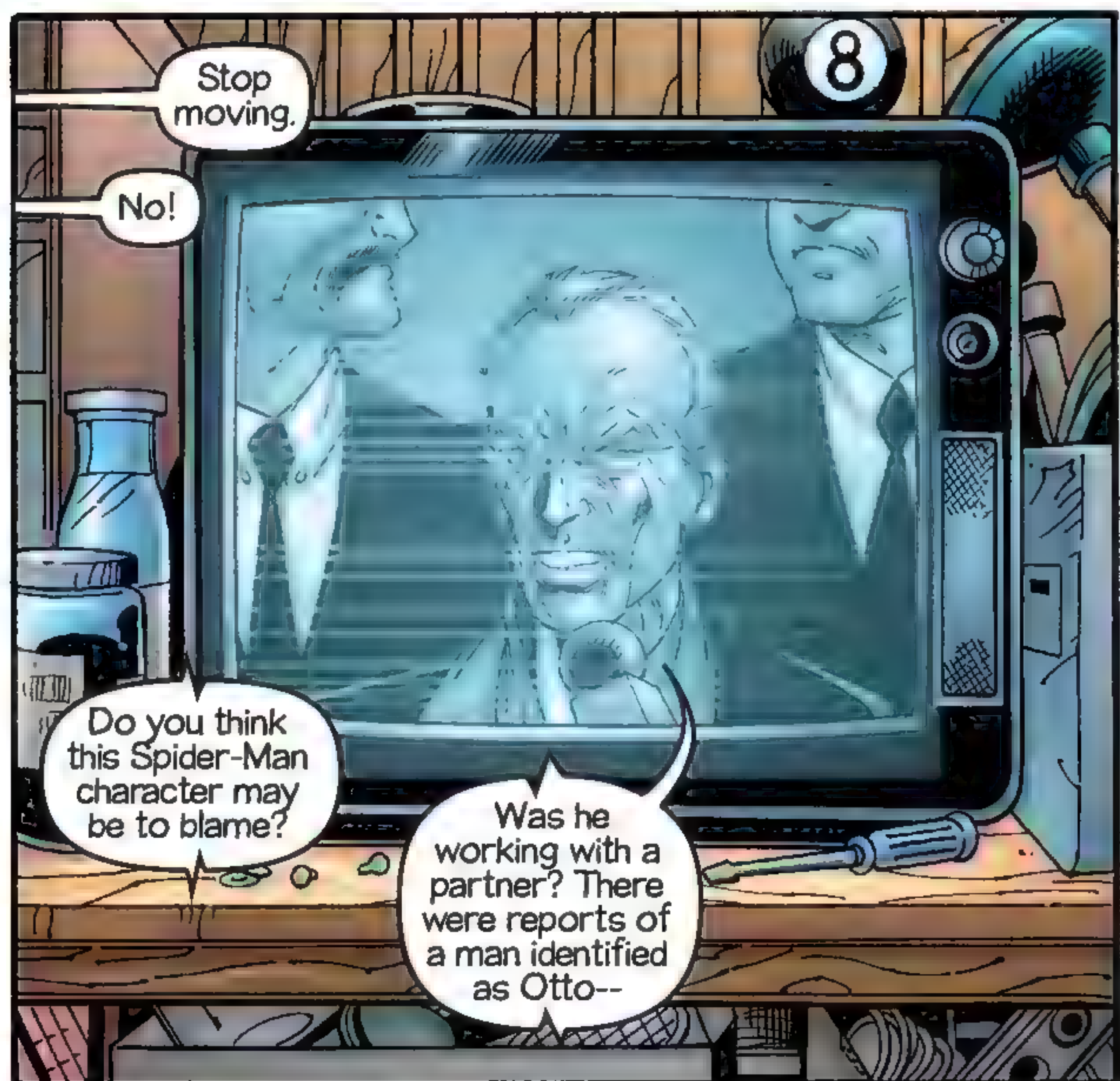


Are there any leads as to who and what--?

I am working with the authorities to find out exactly what happened--

--but we are very concerned-- very concerned about this Spider-Man character.

Oh, come on!!

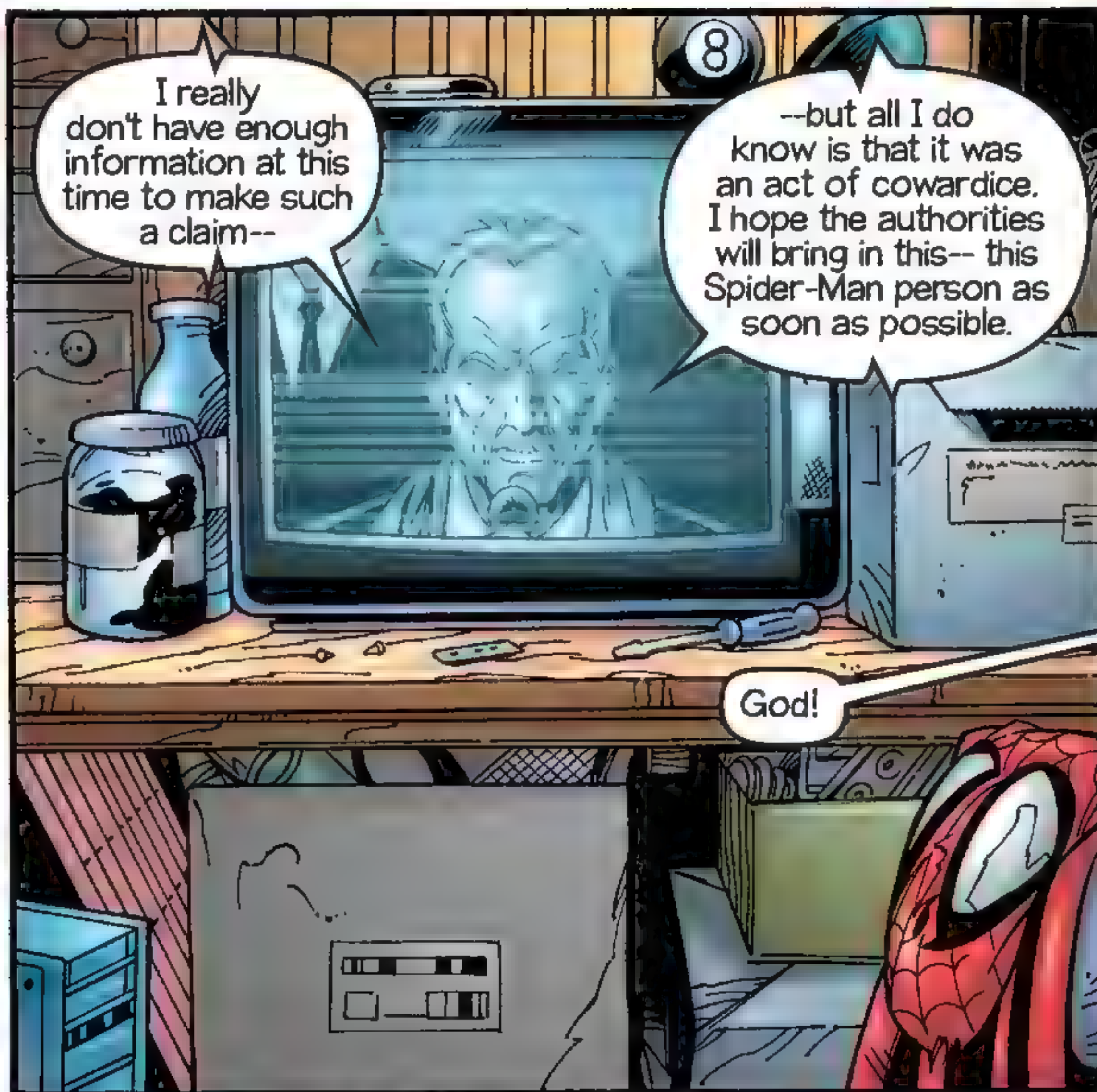


Stop moving.

No!

Do you think this Spider-Man character may be to blame?

Was he working with a partner? There were reports of a man identified as Otto--



I really don't have enough information at this time to make such a claim--

--but all I do know is that it was an act of cowardice. I hope the authorities will bring in this-- this Spider-Man person as soon as possible.

God!



Ignore 'em.

Every time, M.J.!!

Every time I put on this costume-- someone does this to me?



Who cares? Forget 'em.

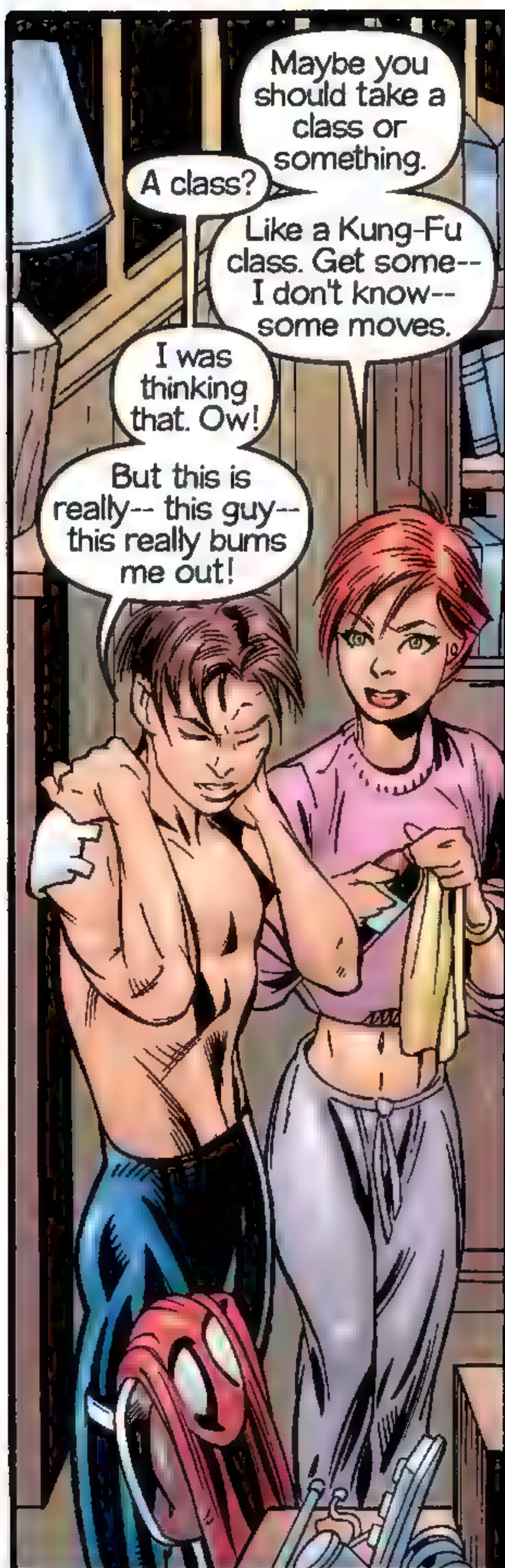
I tried to help!

You *did* help from the sound of it.

No, I got my butt kicked... *again*. Ah!

And now-- and now this guy is on TV...





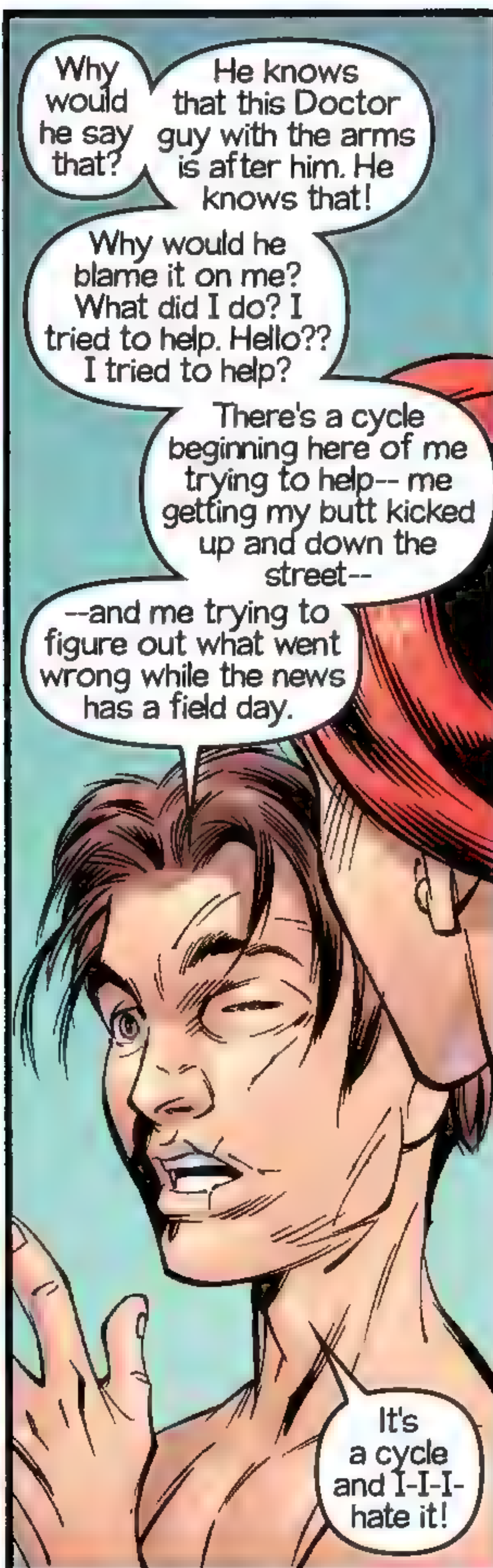
Maybe you should take a class or something.

A class?

Like a Kung-Fu class. Get some-- I don't know-- some moves.

I was thinking that. Ow!

But this is really-- this guy-- this really burns me out!



Why would he say that?

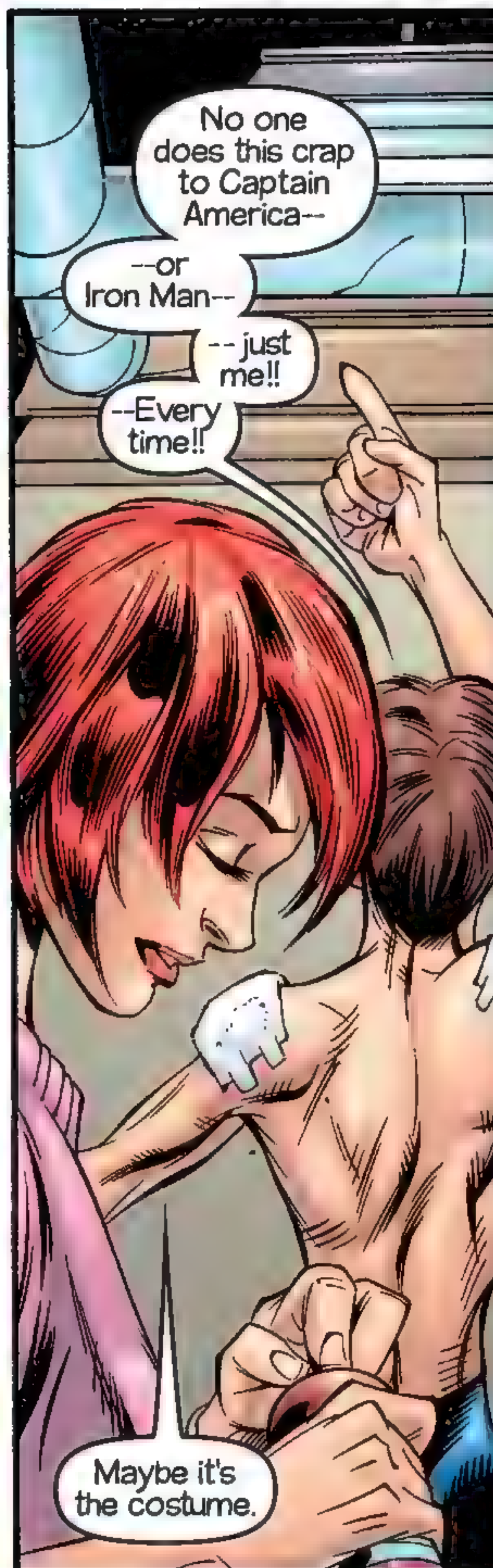
He knows that this Doctor guy with the arms is after him. He knows that!

Why would he blame it on me? What did I do? I tried to help. Hello?? I tried to help?

There's a cycle beginning here of me trying to help-- me getting my butt kicked up and down the street--

--and me trying to figure out what went wrong while the news has a field day.

It's a cycle and I-I-I-hate it!



No one does this crap to Captain America--

--or Iron Man--

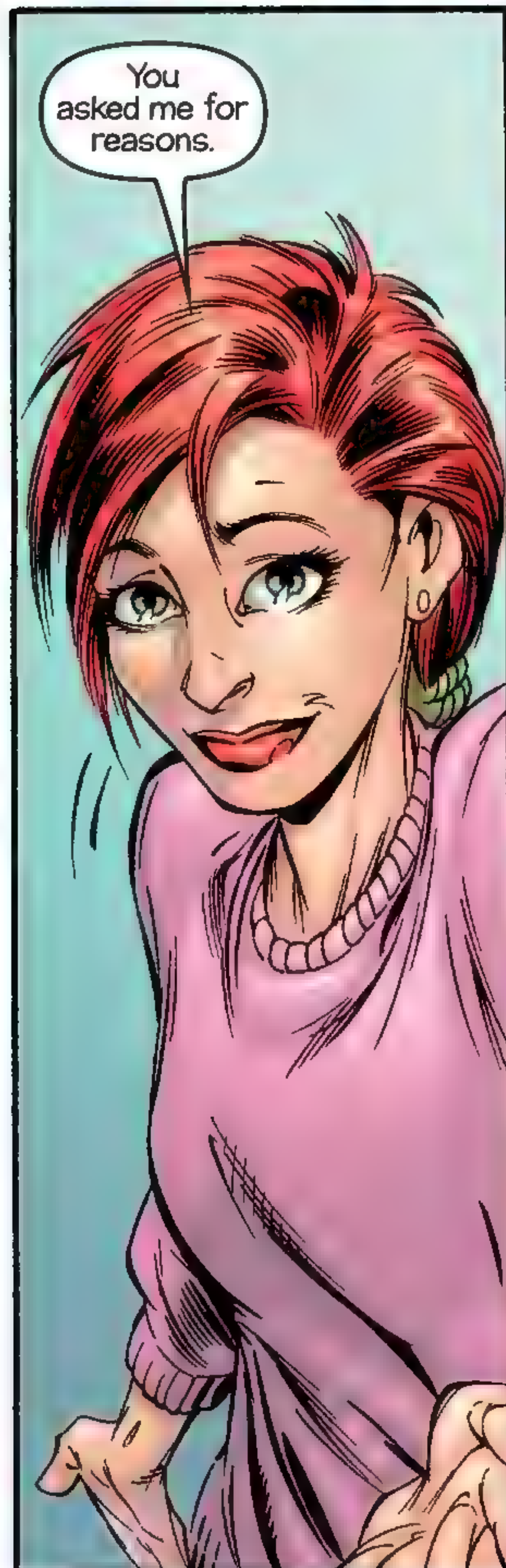
-- just me!!

--Every time!!

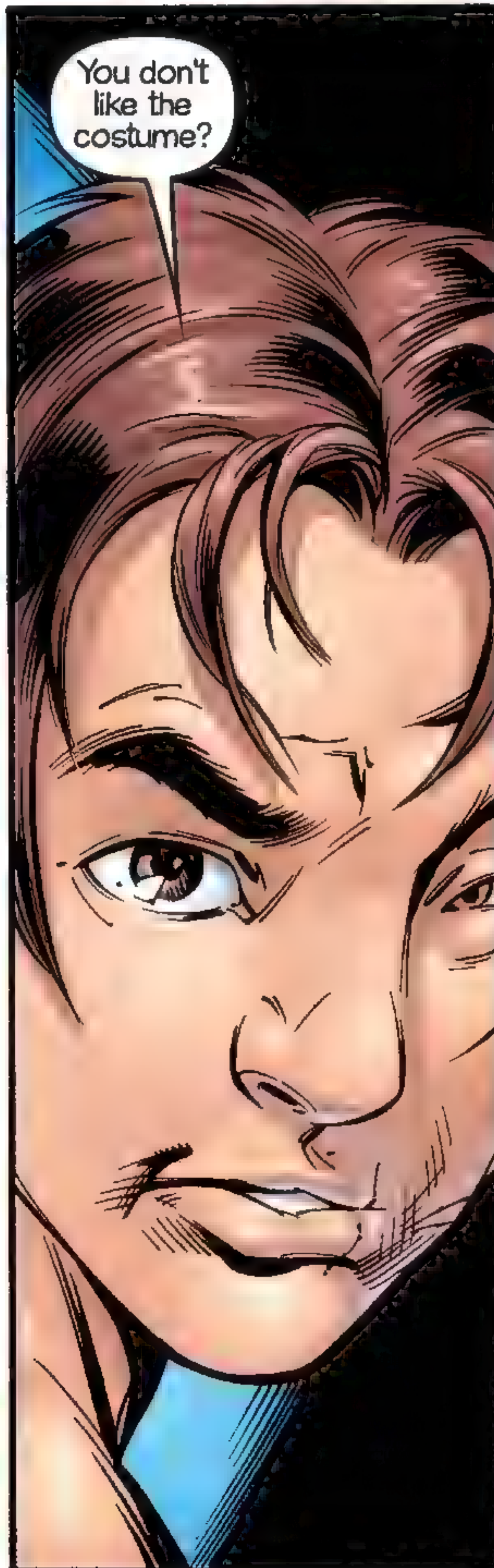
Maybe it's the costume.



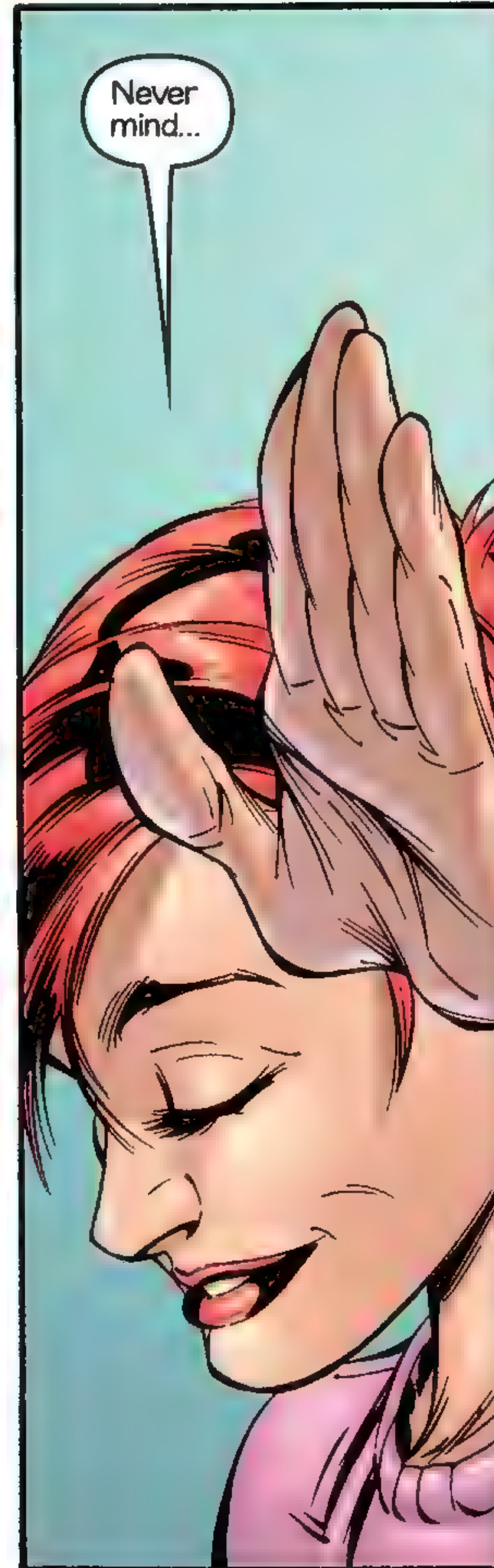
What?



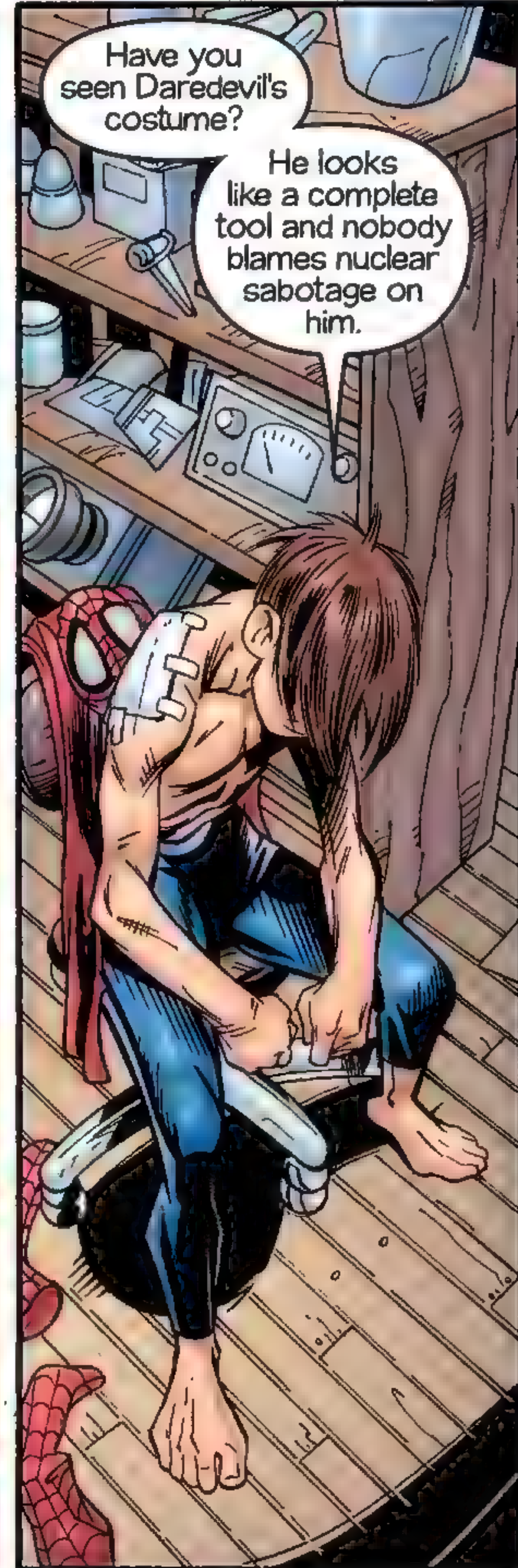
You asked me for reasons.



You don't like the costume?



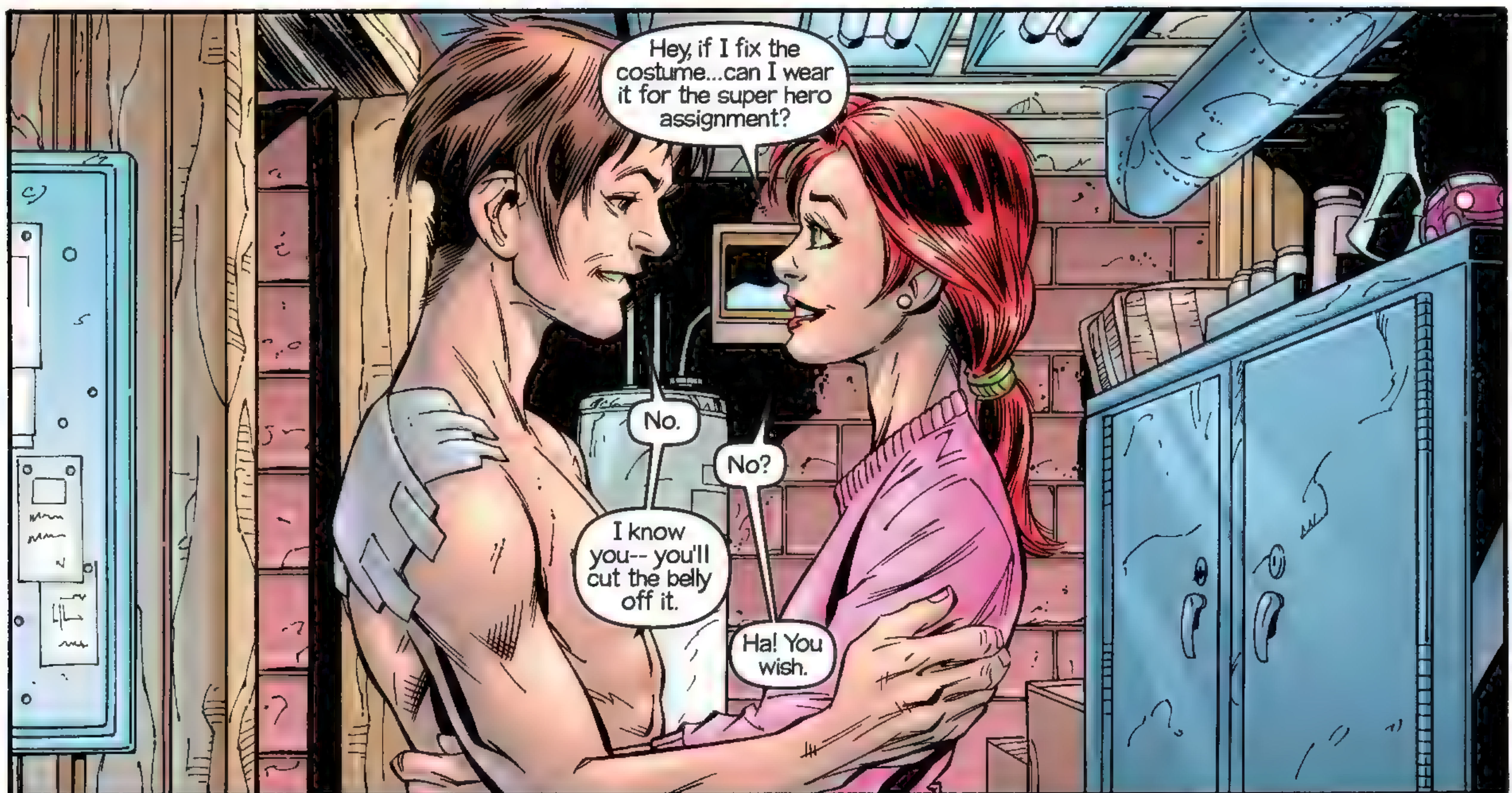
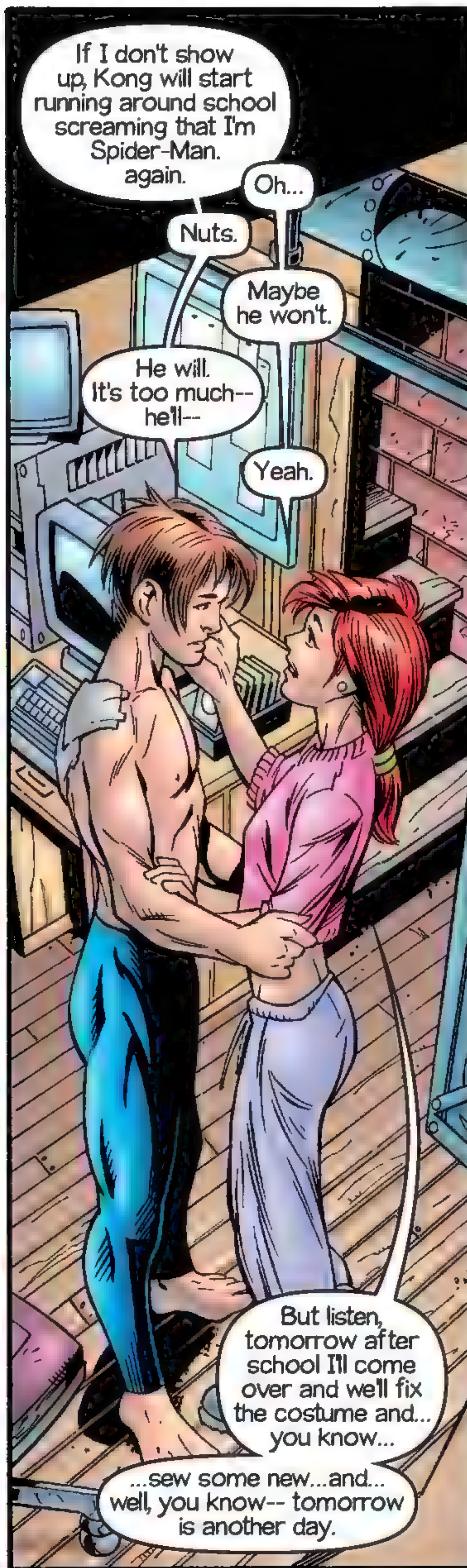
Never mind...



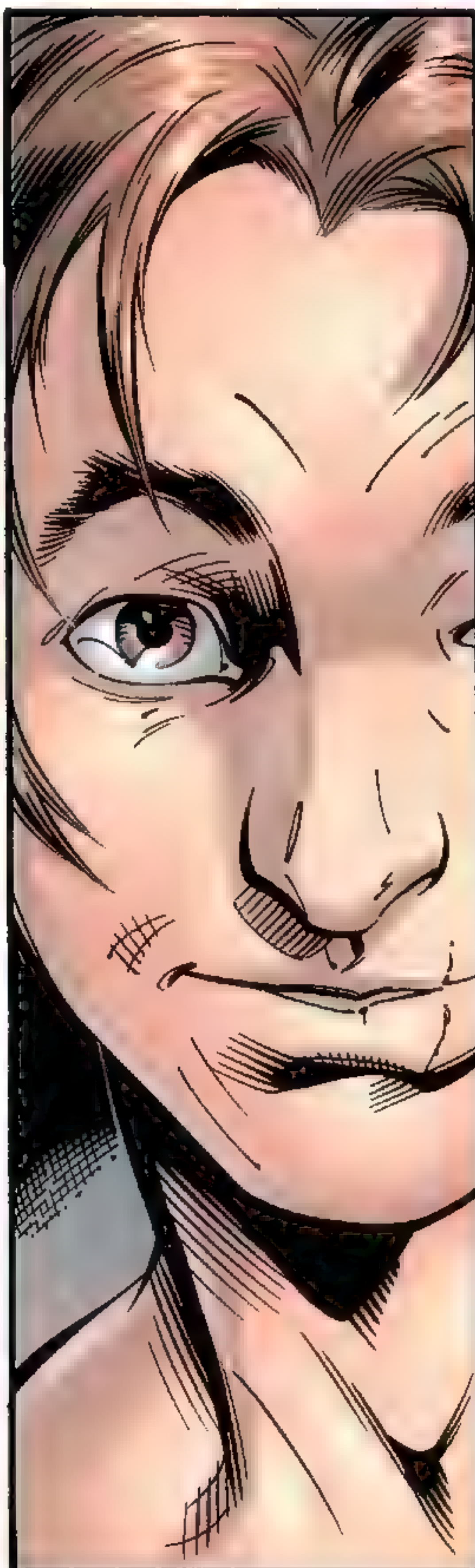
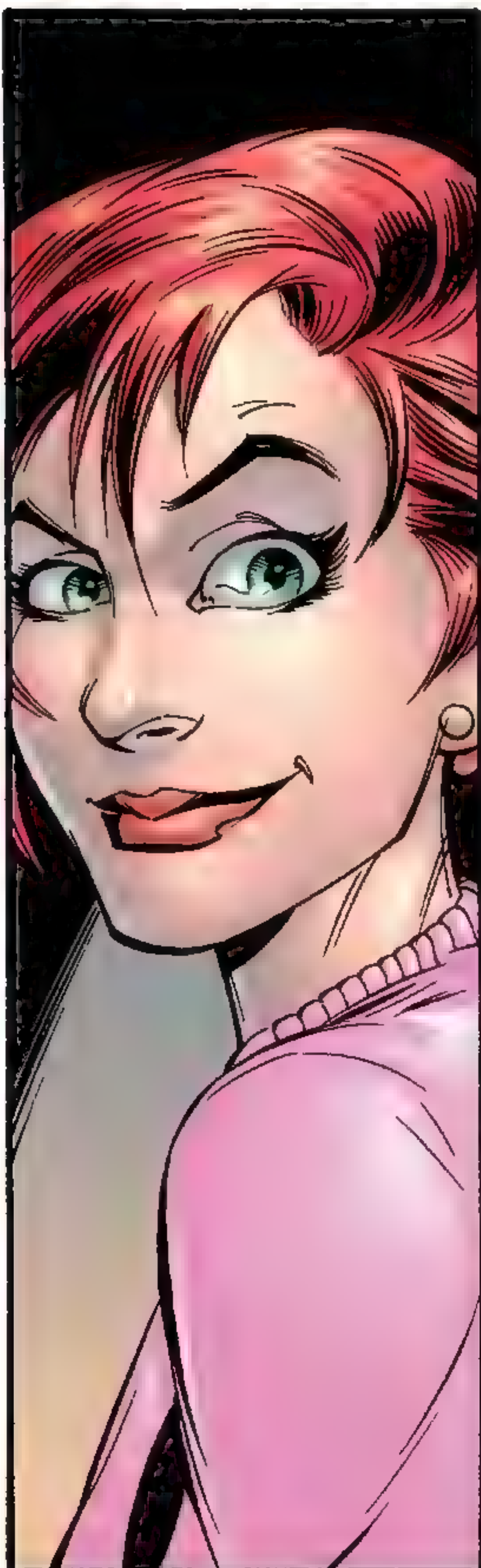
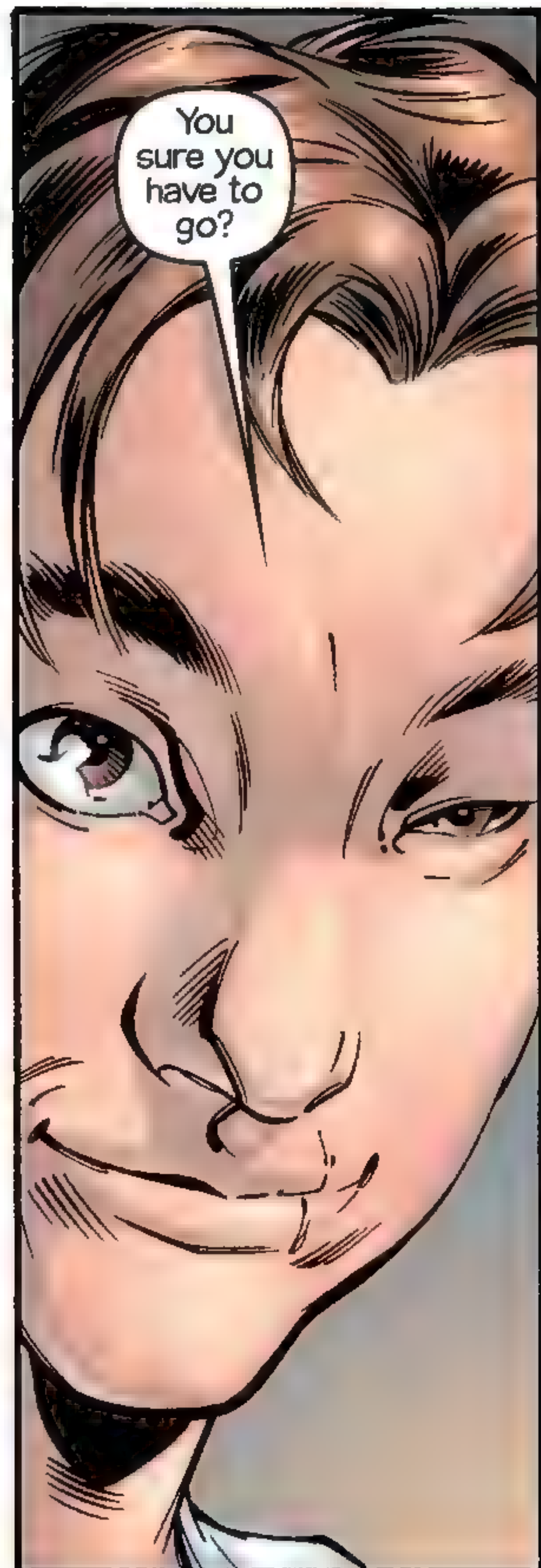
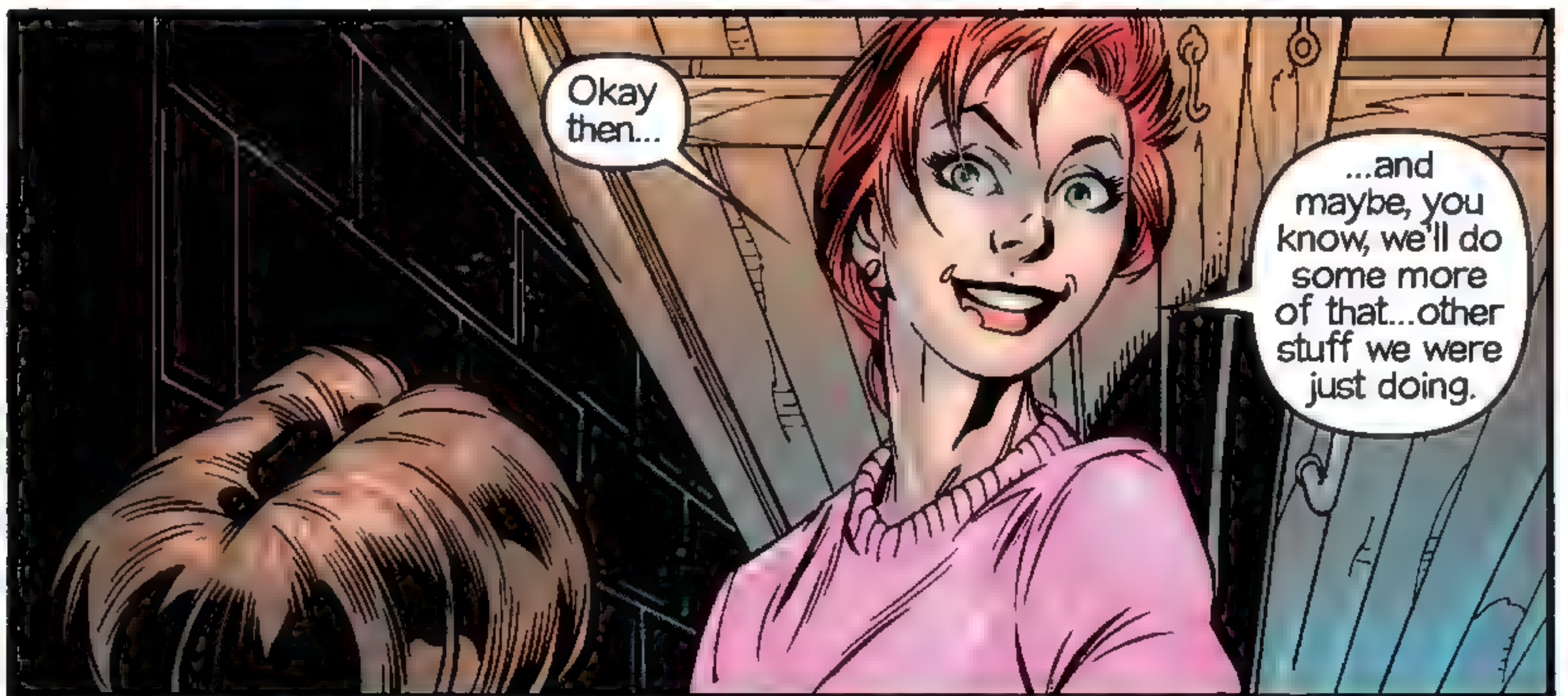
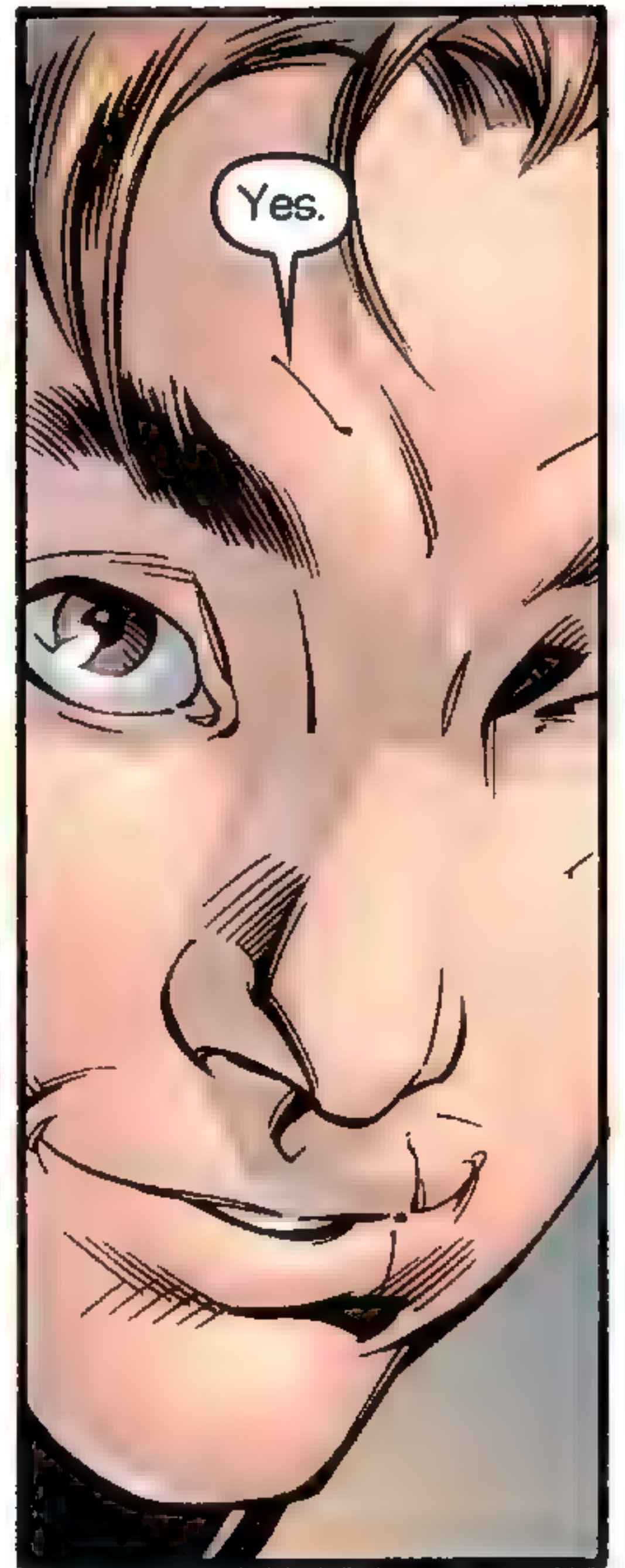
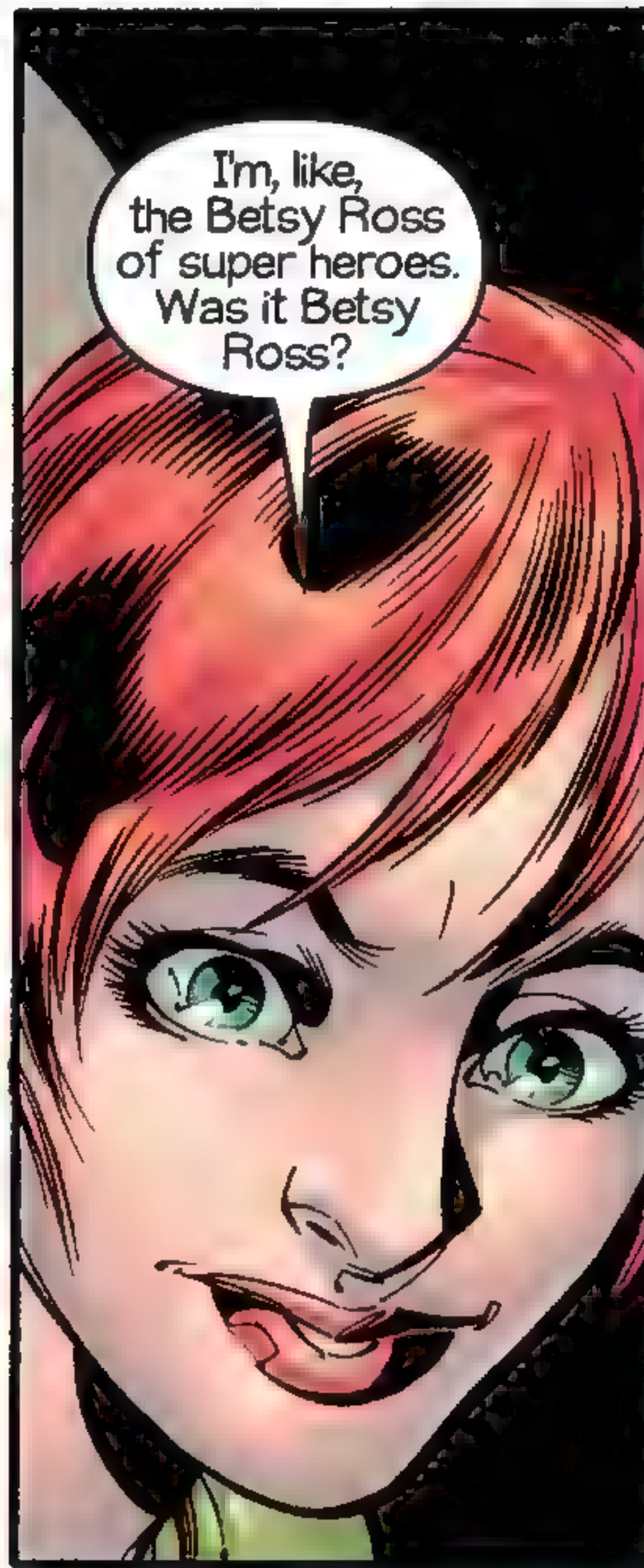
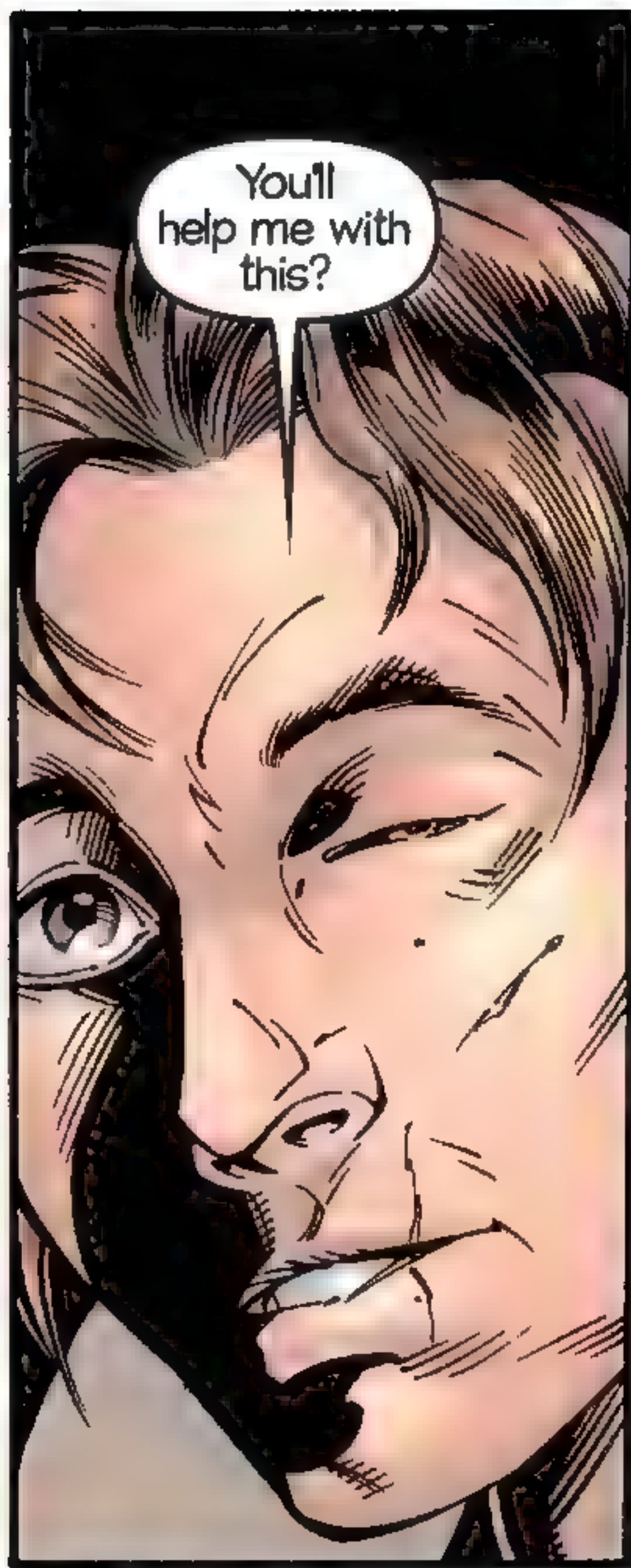
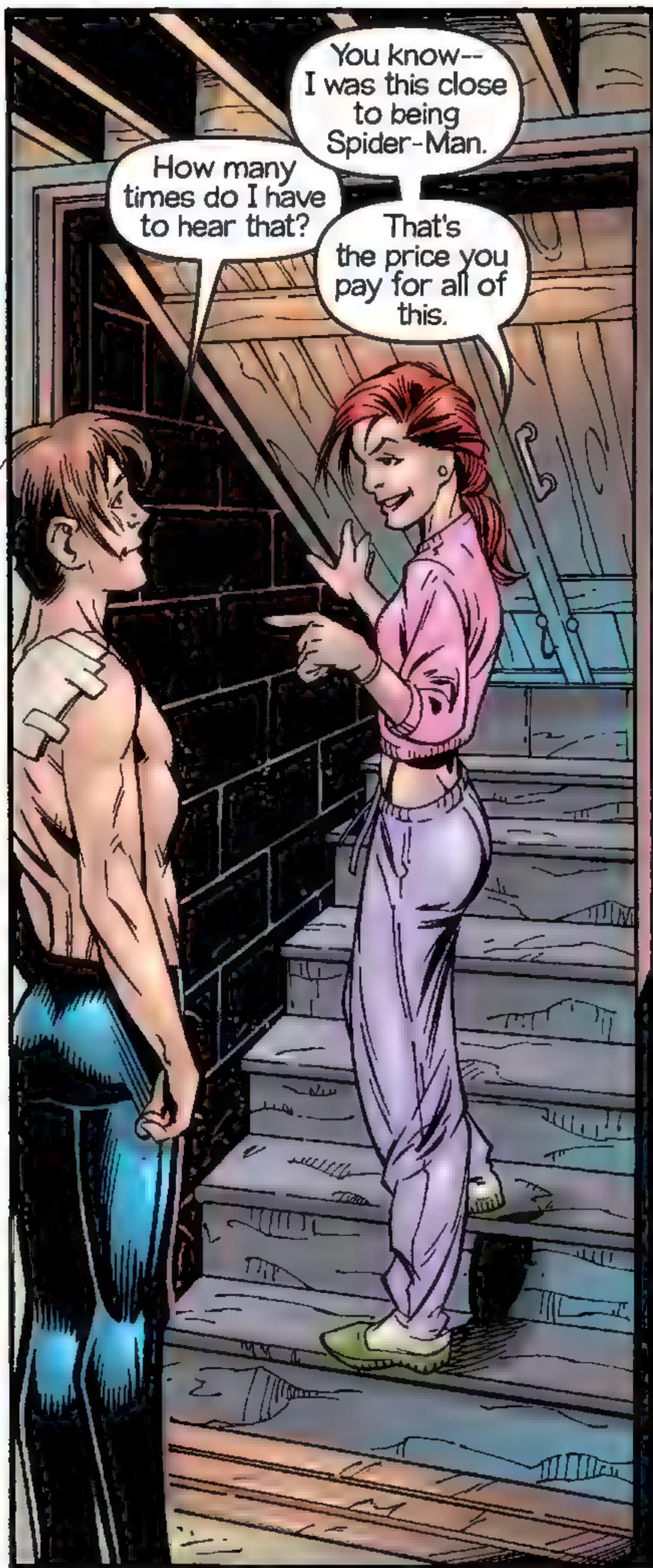
Have you seen Daredevil's costume?

He looks like a complete tool and nobody blames nuclear sabotage on him.

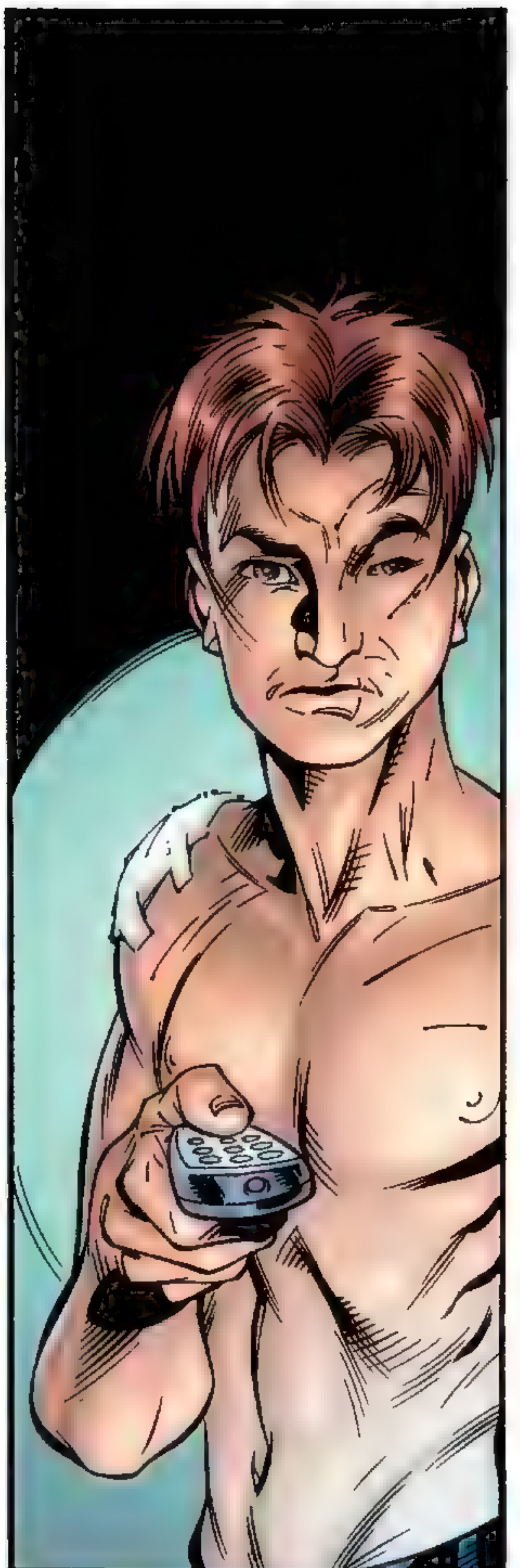
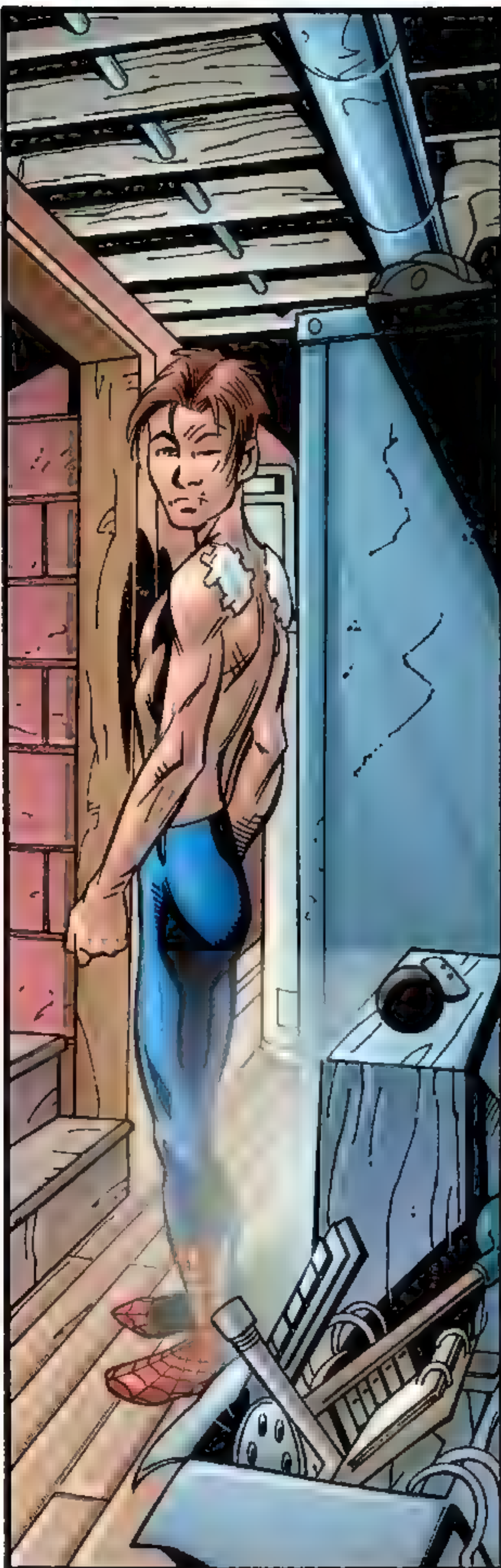




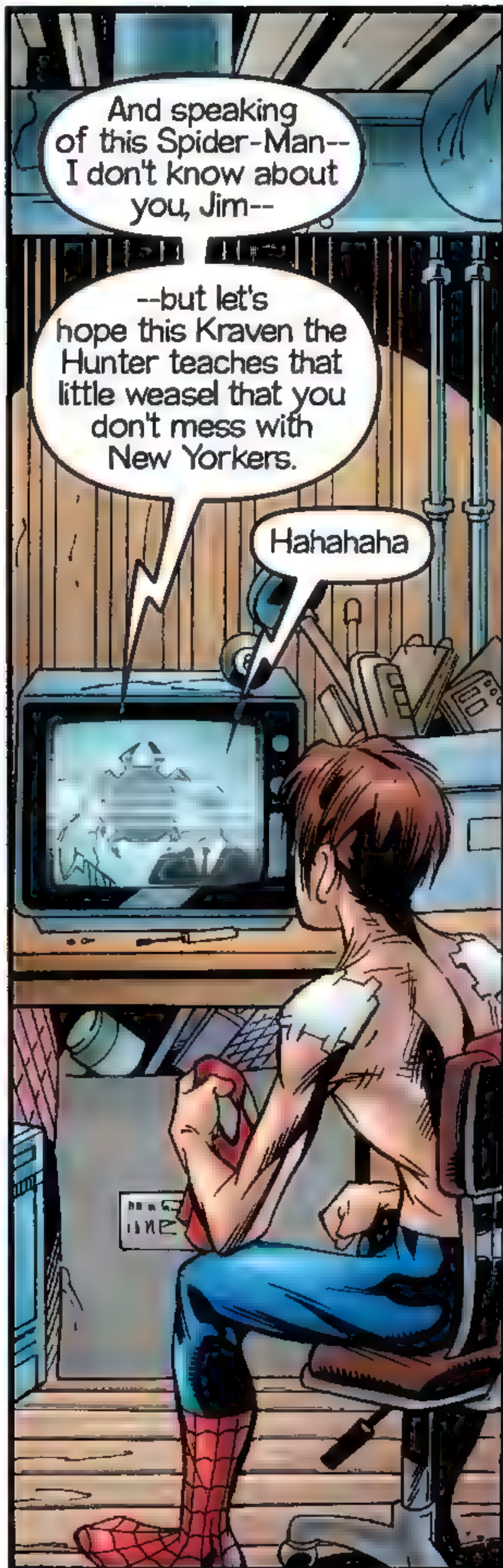








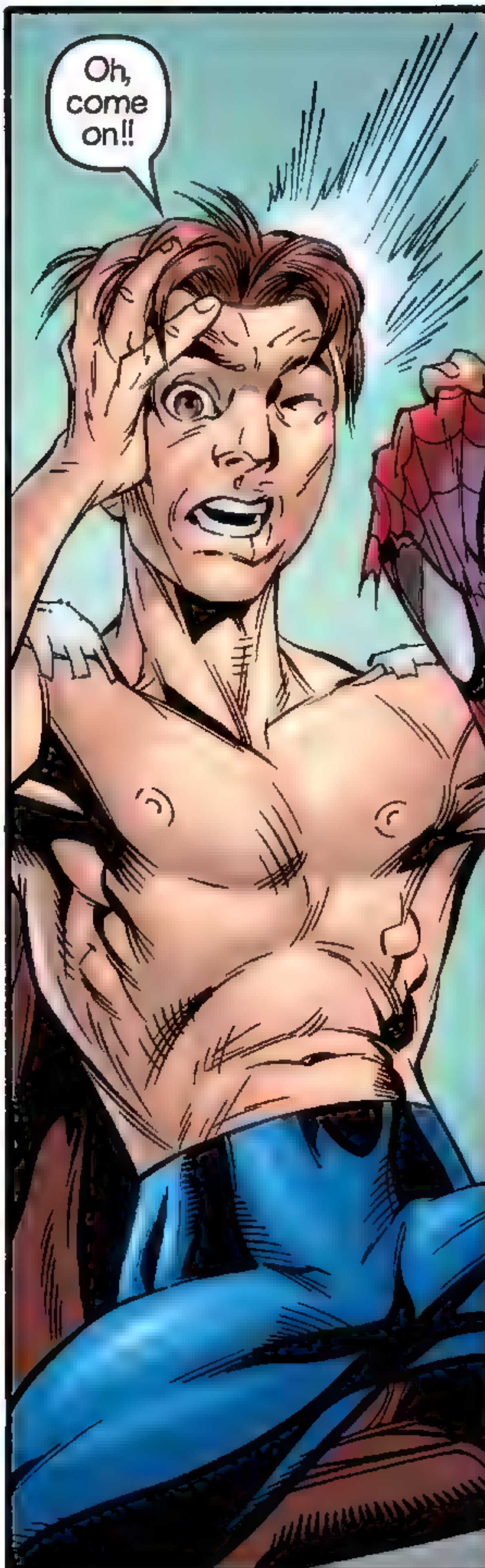
...police are asking for any information regarding the man known around the city as Spider-Man to contact them via the police web site.



And speaking of this Spider-Man-- I don't know about you, Jim--

--but let's hope this Kraven the Hunter teaches that little weasel that you don't mess with New Yorkers.

Hahahaha



Oh, come on!!

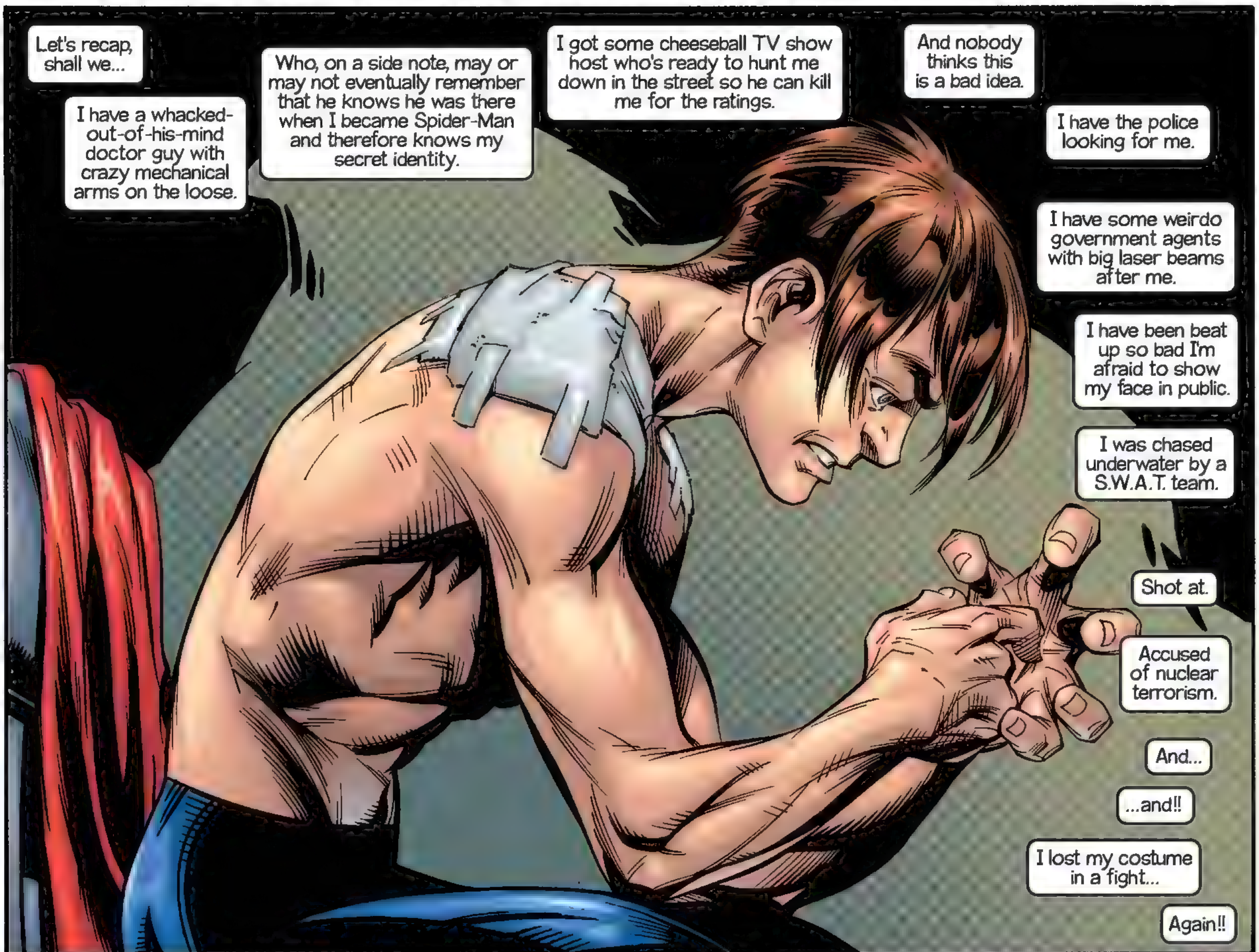


You bet, Diane. Hahaha!

And after the break, we're going to meet a man who says the Hulk changed his life--

--but in a good way!





Let's recap, shall we...

I have a whacked-out-of-his-mind doctor guy with crazy mechanical arms on the loose.

Who, on a side note, may or may not eventually remember that he knows he was there when I became Spider-Man and therefore knows my secret identity.

I got some cheeseball TV show host who's ready to hunt me down in the street so he can kill me for the ratings.

And nobody thinks this is a bad idea.

I have the police looking for me.

I have some weirdo government agents with big laser beams after me.

I have been beat up so bad I'm afraid to show my face in public.

I was chased underwater by a S.W.A.T. team.

Shot at.

Accused of nuclear terrorism.

And...

...and!!

I lost my costume in a fight...

Again!!



Maybe it's time to finally admit I'm not really cut out for this gig.

Maybe I'm just too young to be doing it.

Maybe it's time to hang it up before something really bad happens.

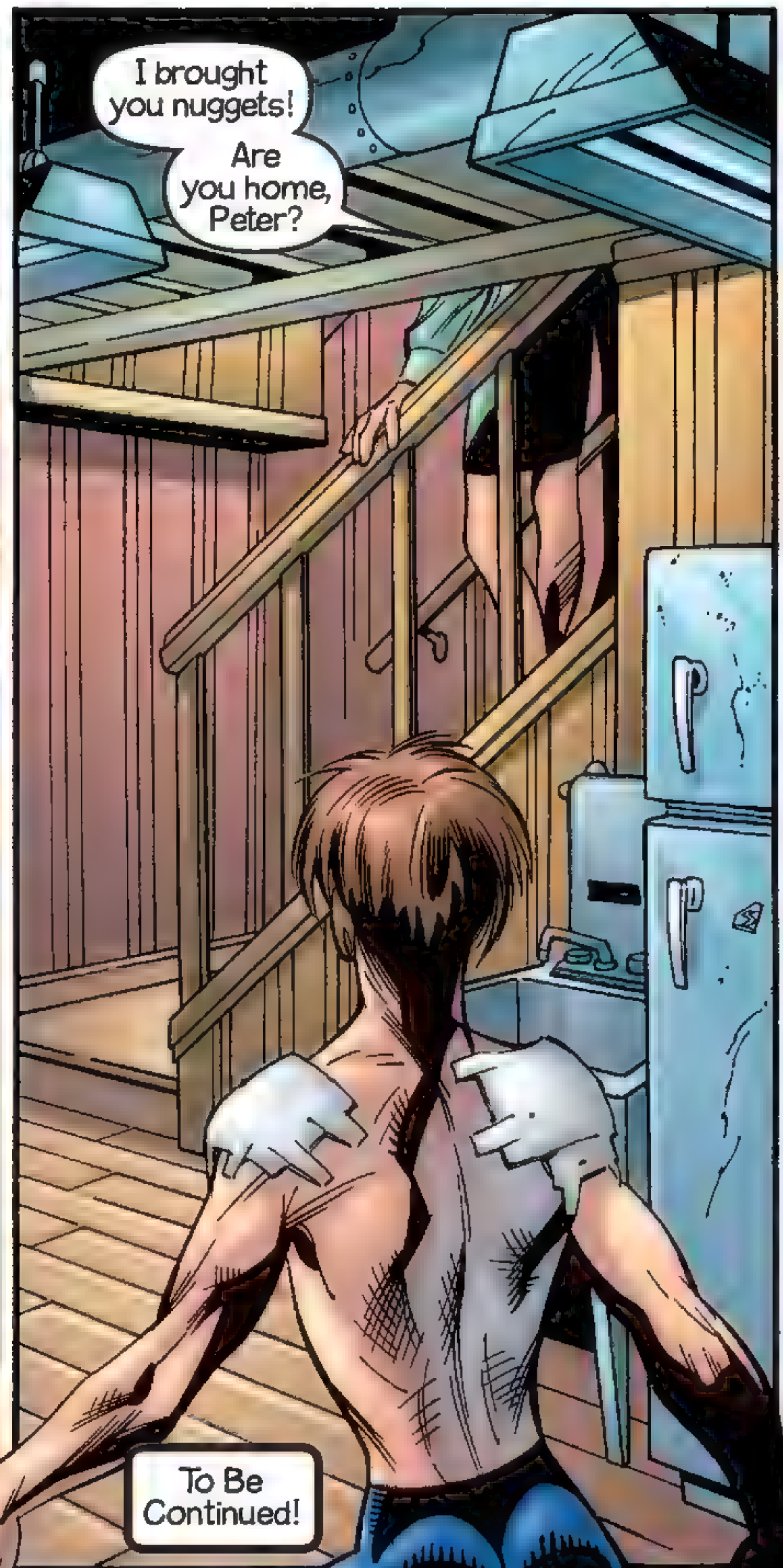
Before I do something to hurt Mary Jane or--

--or scare Aunt May...

Peter, I'm home.



Are you home, honey?



I brought you nuggets!

Are you home, Peter?

To Be Continued!



ULTIMATE

ISSUE

19

# SPIDER-MAN<sup>®</sup>



PIECE OF WORK

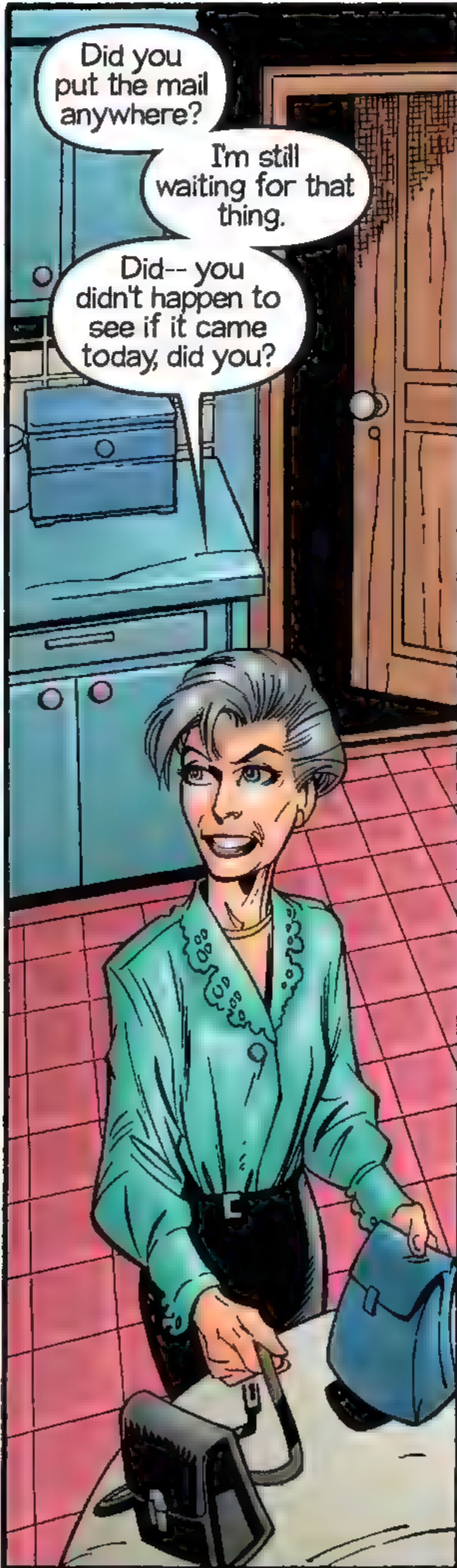


BENDIS  
BAGLEY  
THIBERT

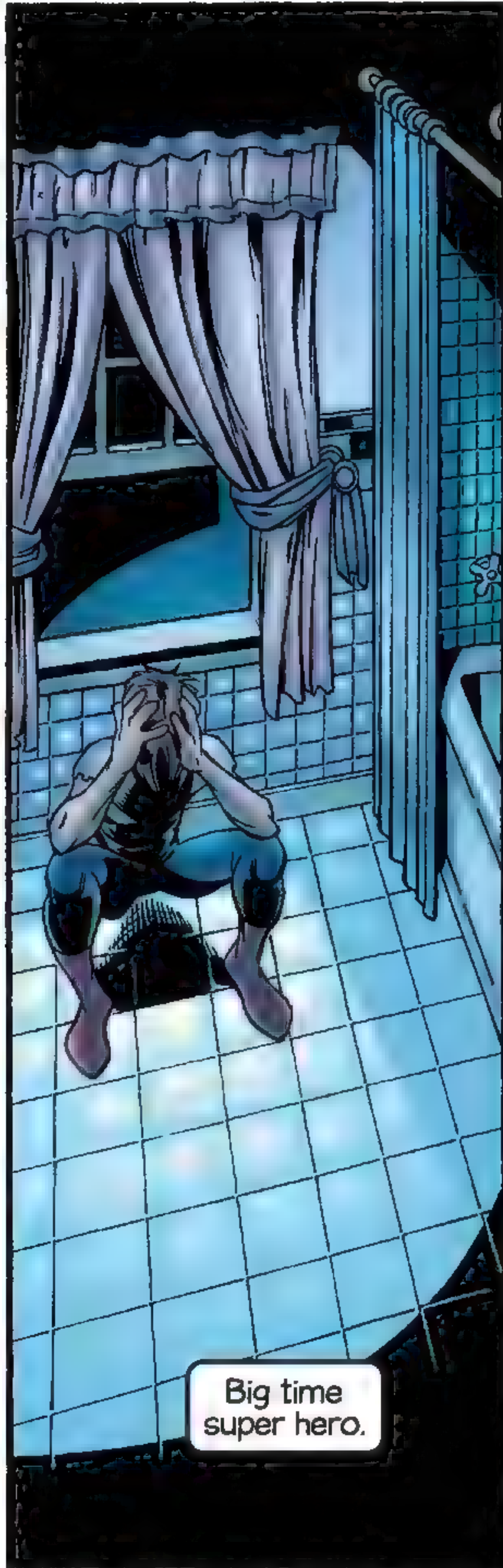
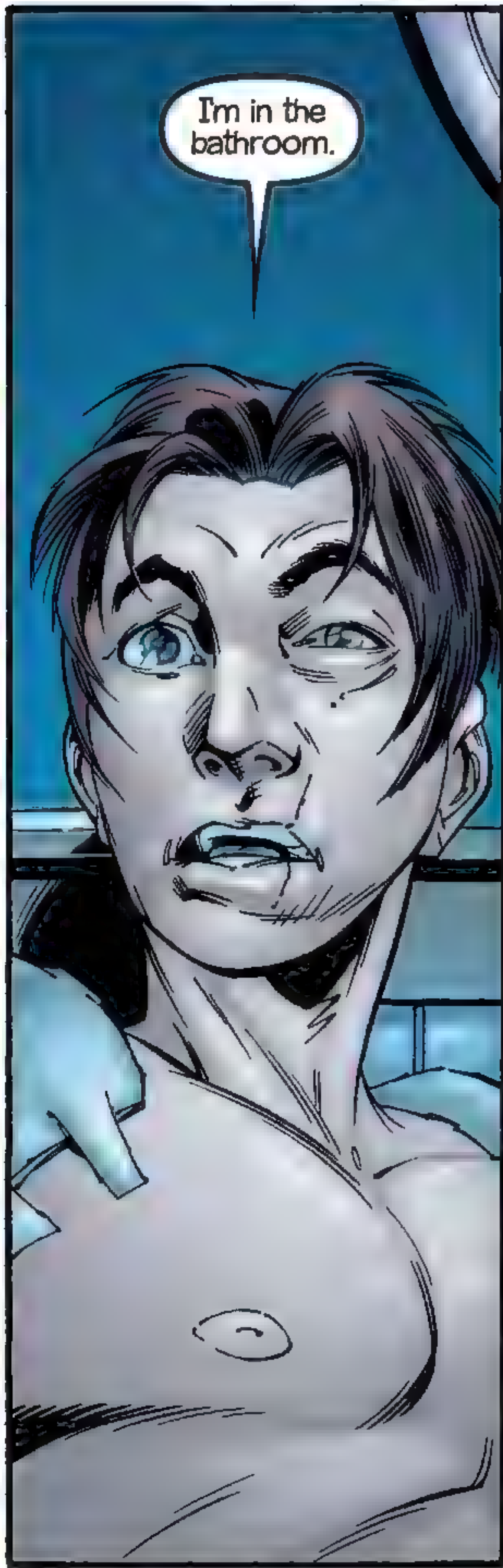
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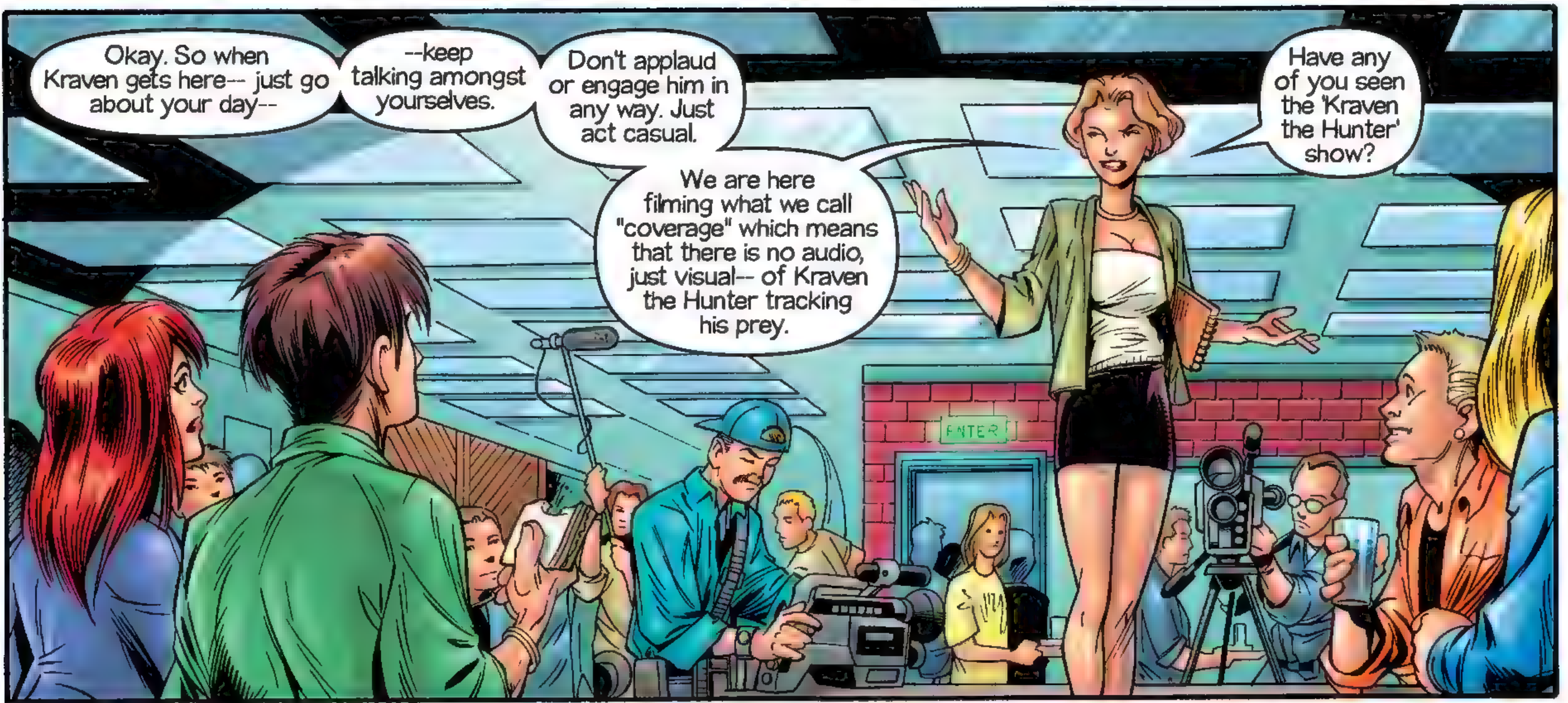












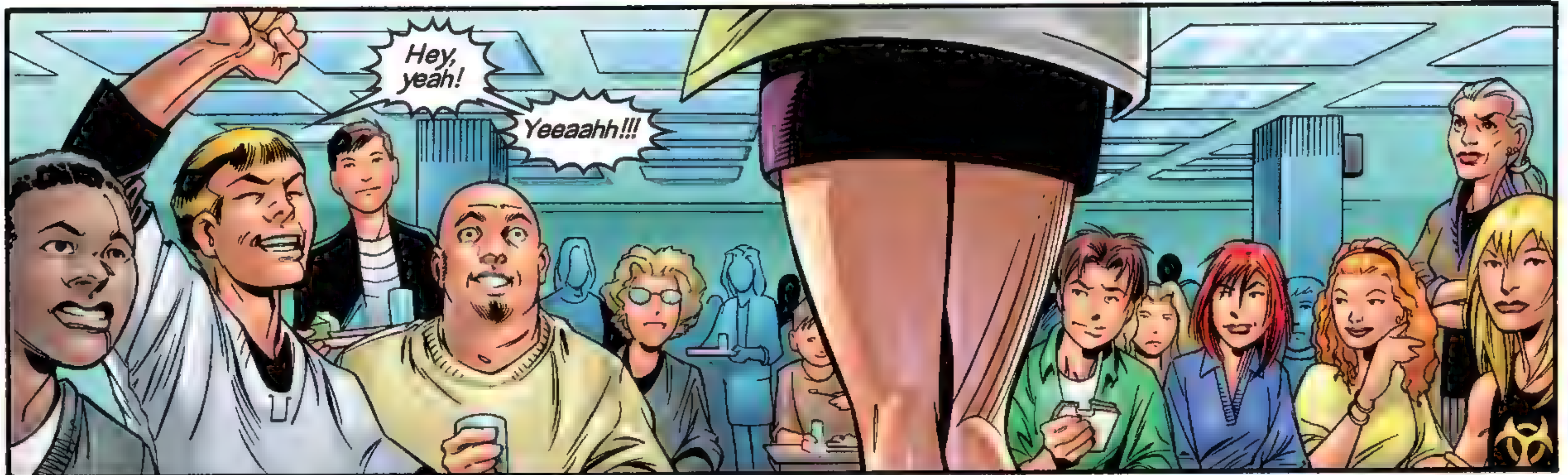
Okay. So when Kraven gets here-- just go about your day--

--keep talking amongst yourselves.

Don't applaud or engage him in any way. Just act casual.

We are here filming what we call "coverage" which means that there is no audio, just visual-- of Kraven the Hunter tracking his prey.

Have any of you seen the 'Kraven the Hunter' show?



Hey, yeah!

Yeeeahh!!!



That's just great-- just great.

Well, Kraven is here as part of our Spider-Man special.

He's here because this is one of the first places Spider-Man was ever seen.



Lord...

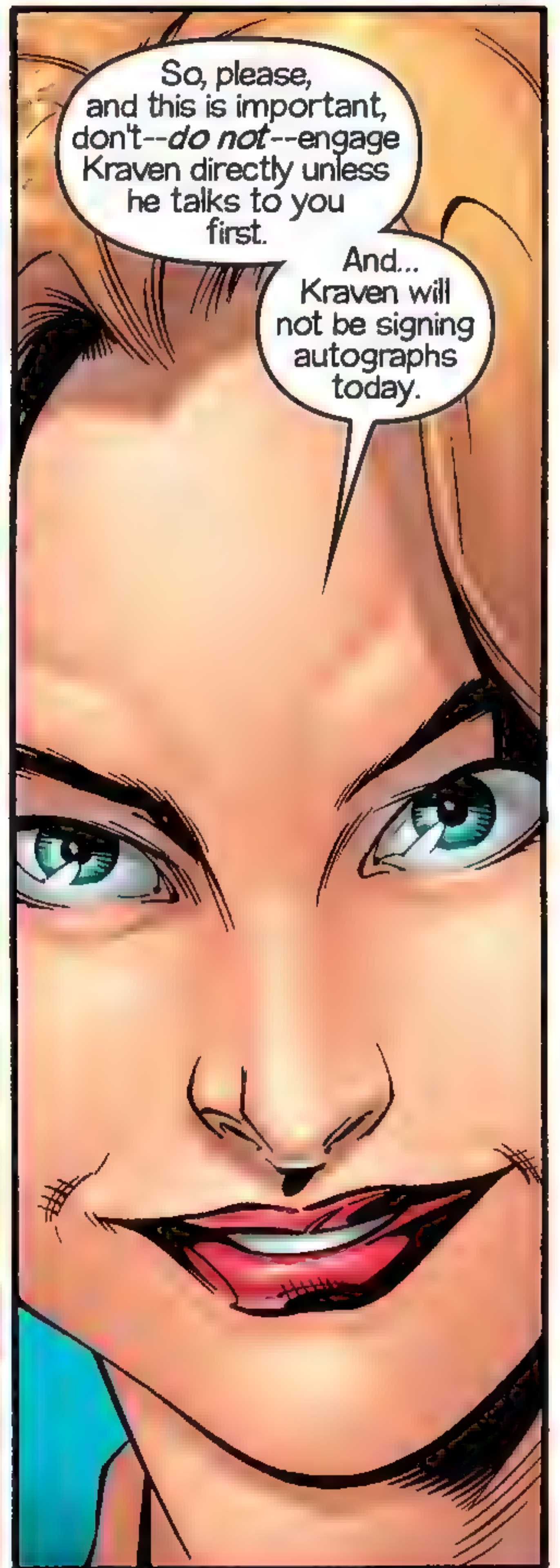
Told you.

Hey, what did your aunt say when she saw your face?

I ran out of the house before she got out of her shower.

It's healing.

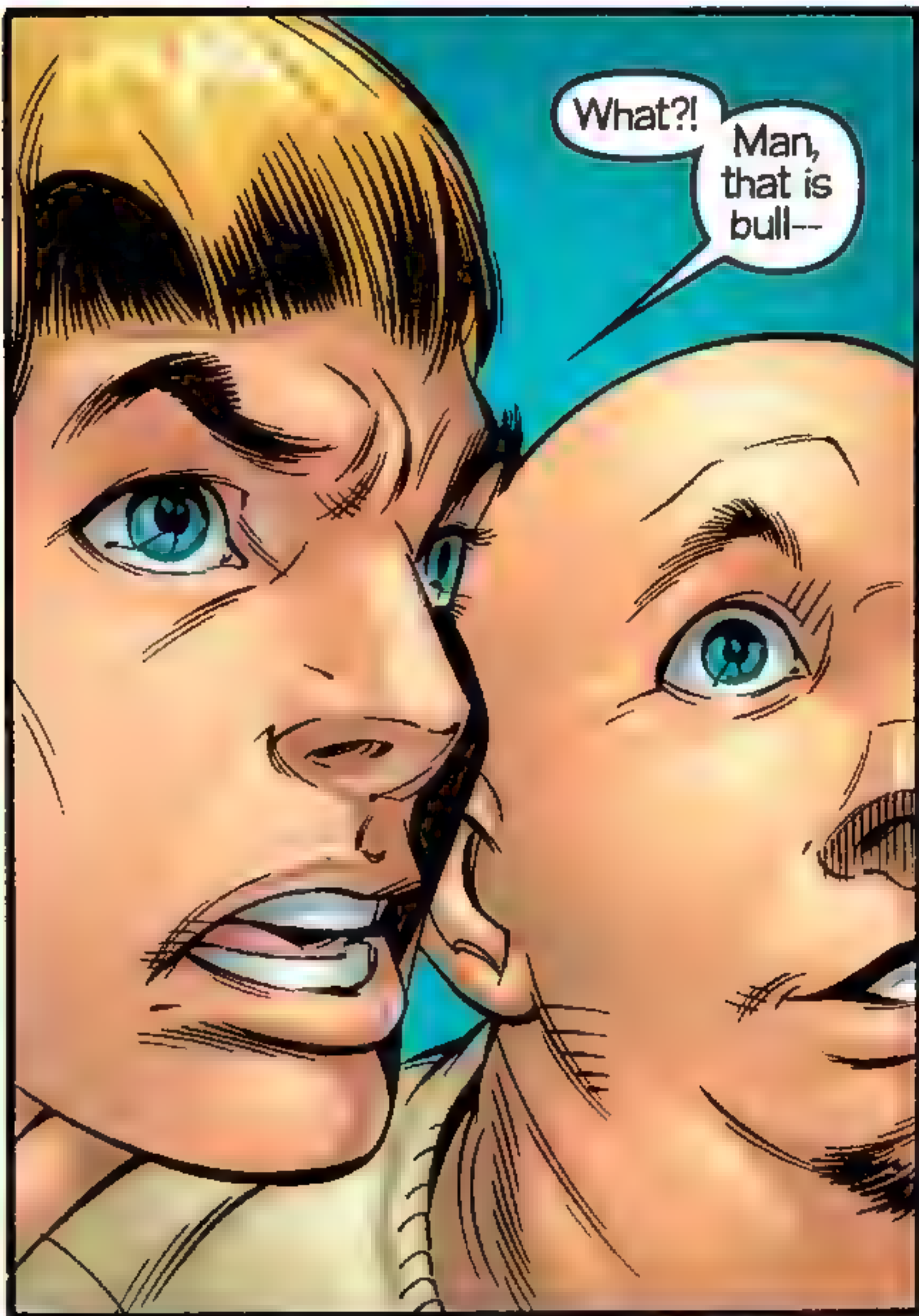
Not fast enough.



So, please, and this is important, don't--*do not*--engage Kraven directly unless he talks to you first.

And... Kraven will not be signing autographs today.





What?!  
Man, that is bull--



Neither will I, by the way.

Stacy.



But we will be giving away hats and T-shirts after the taping.

So, everyone, just be cool...

...relax...

...and just act natural.



I haven't acted natural since the third grade.

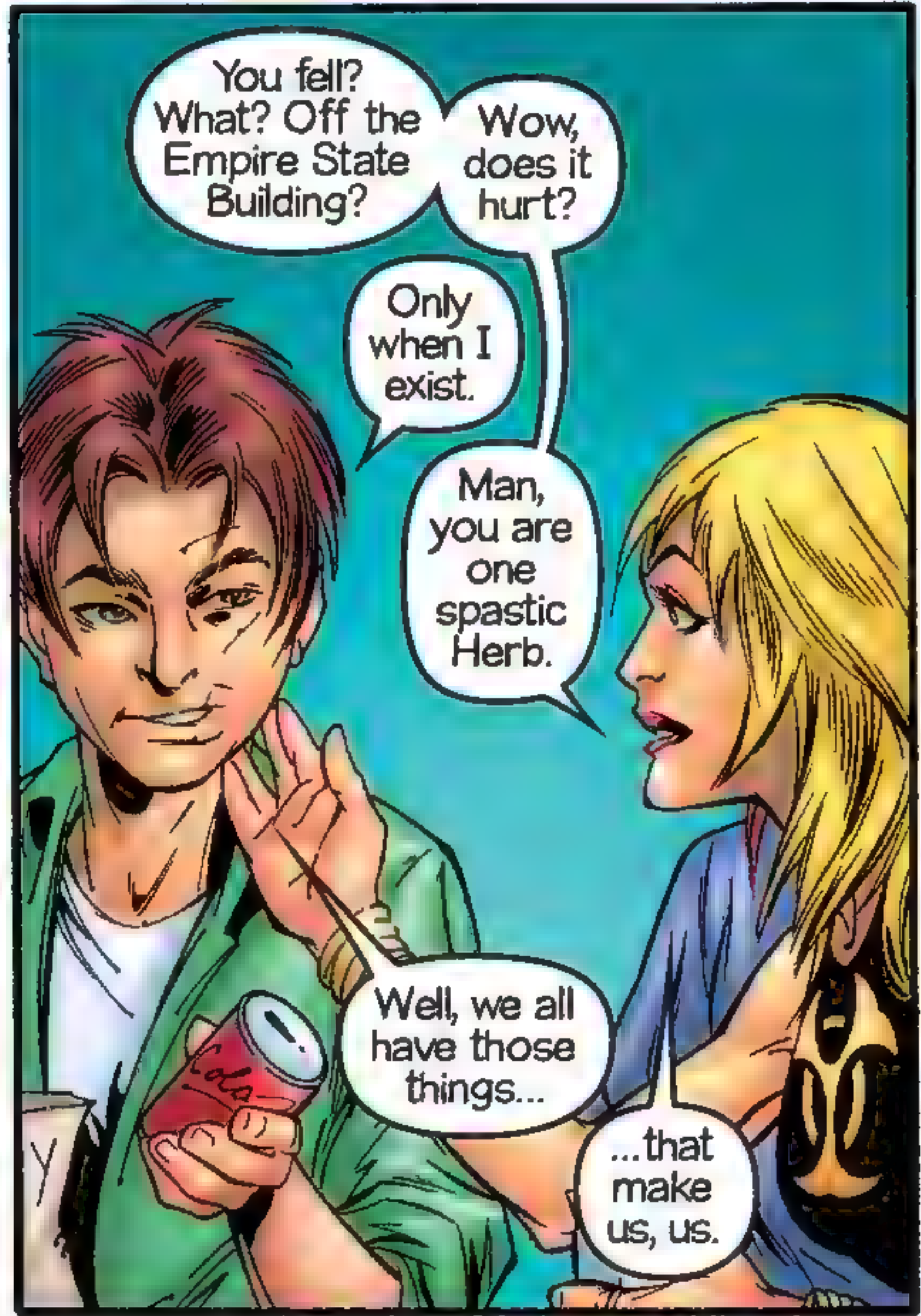
And what happened to your face?



Nothing.

Nothing? Good lord.

I fell.



You fell? What? Off the Empire State Building?

Wow, does it hurt?

Only when I exist.

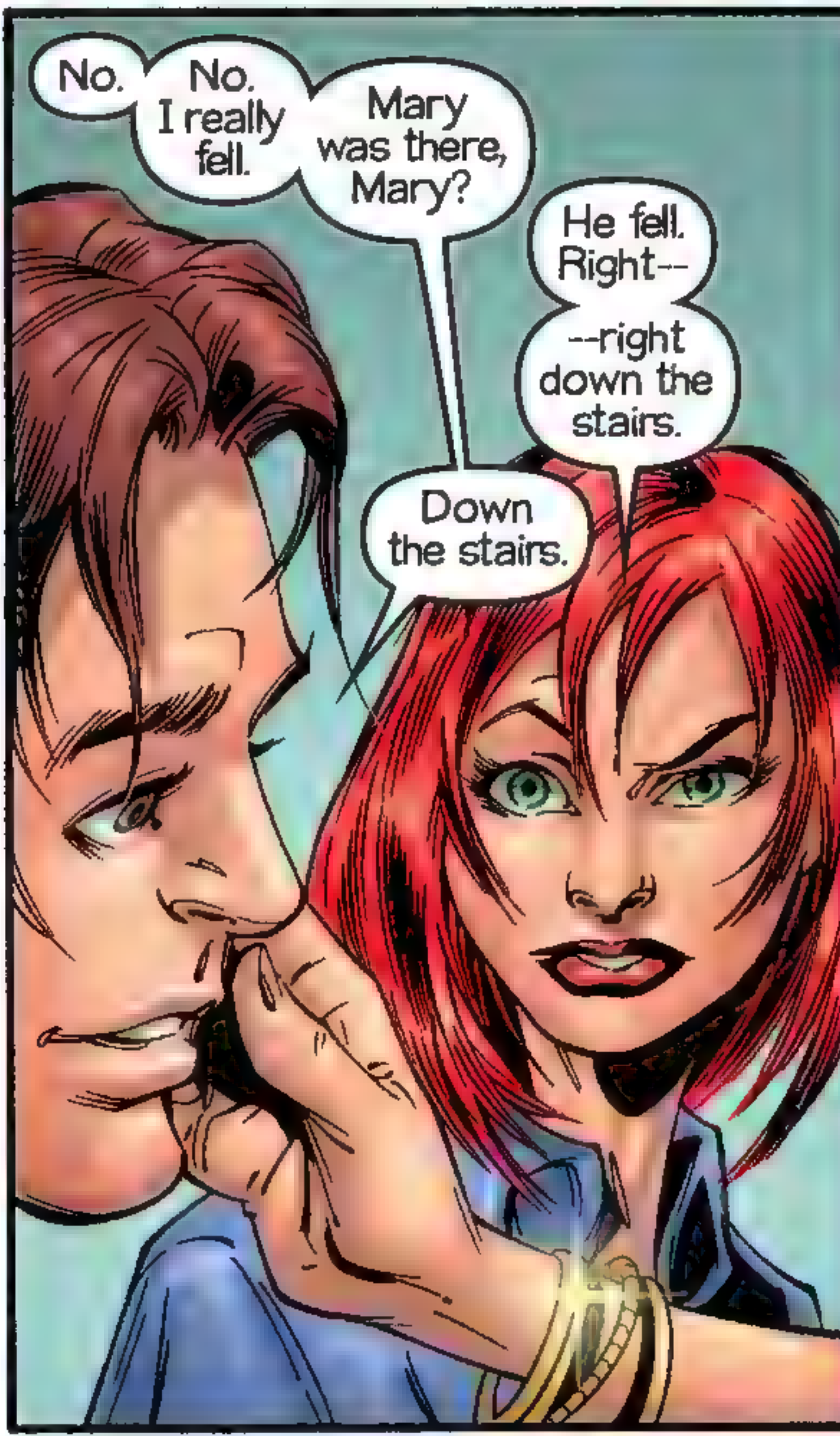
Man, you are one spastic Herb.

Well, we all have those things...

...that make us, us.



Did any of those jerks do this to you?



No.

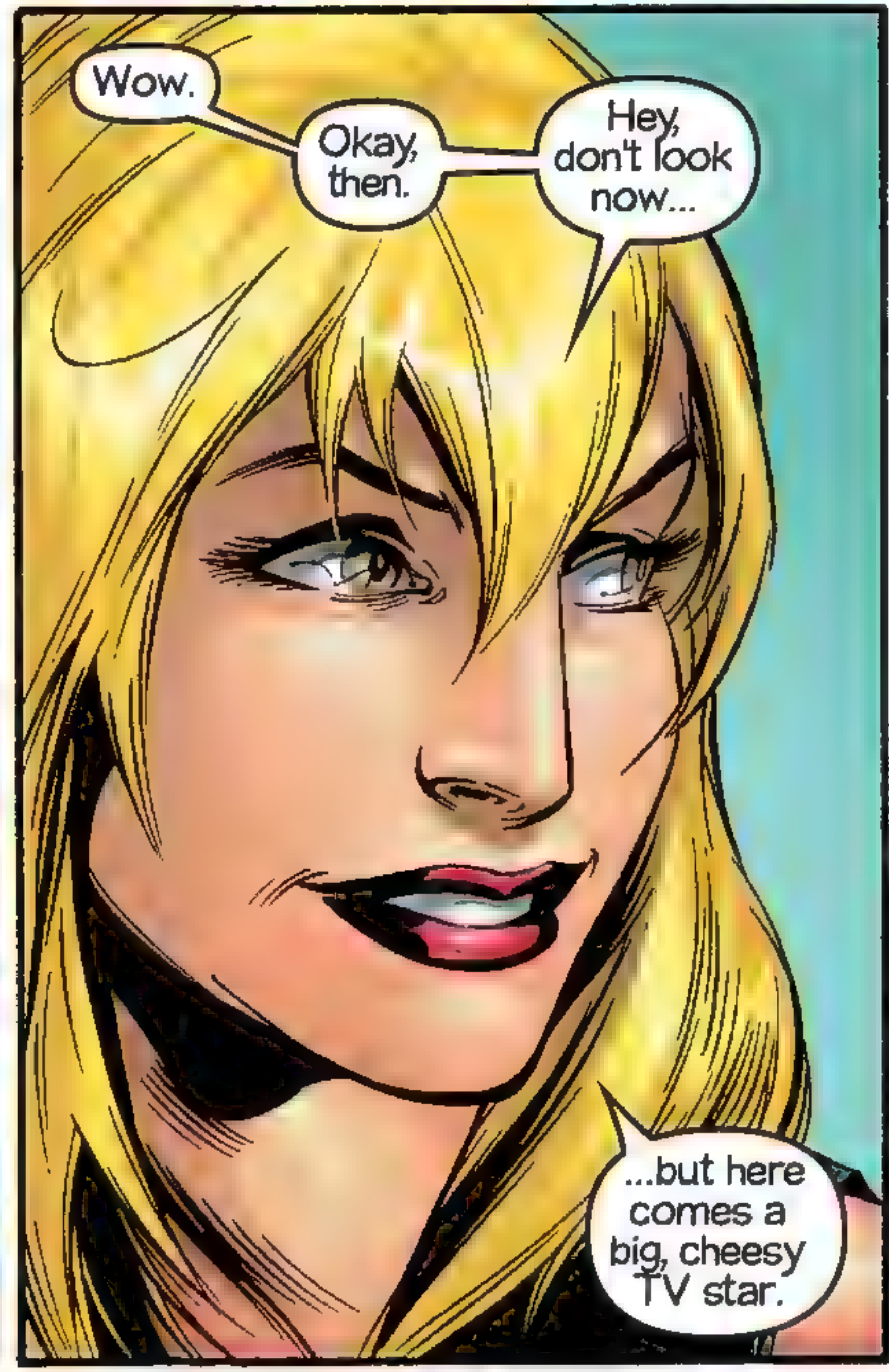
No. I really fell.

Mary was there, Mary?

He fell. Right--

--right down the stairs.

Down the stairs.



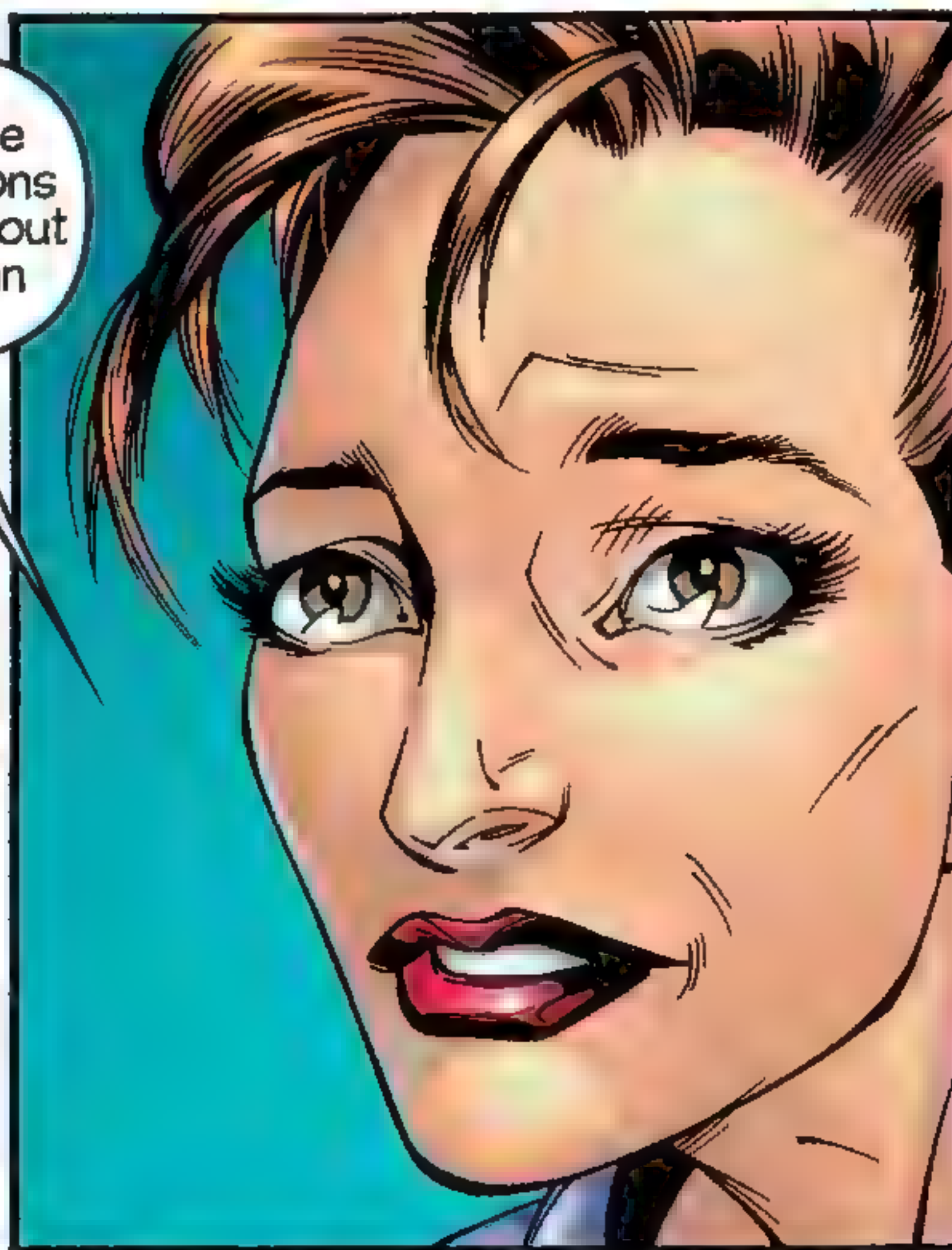
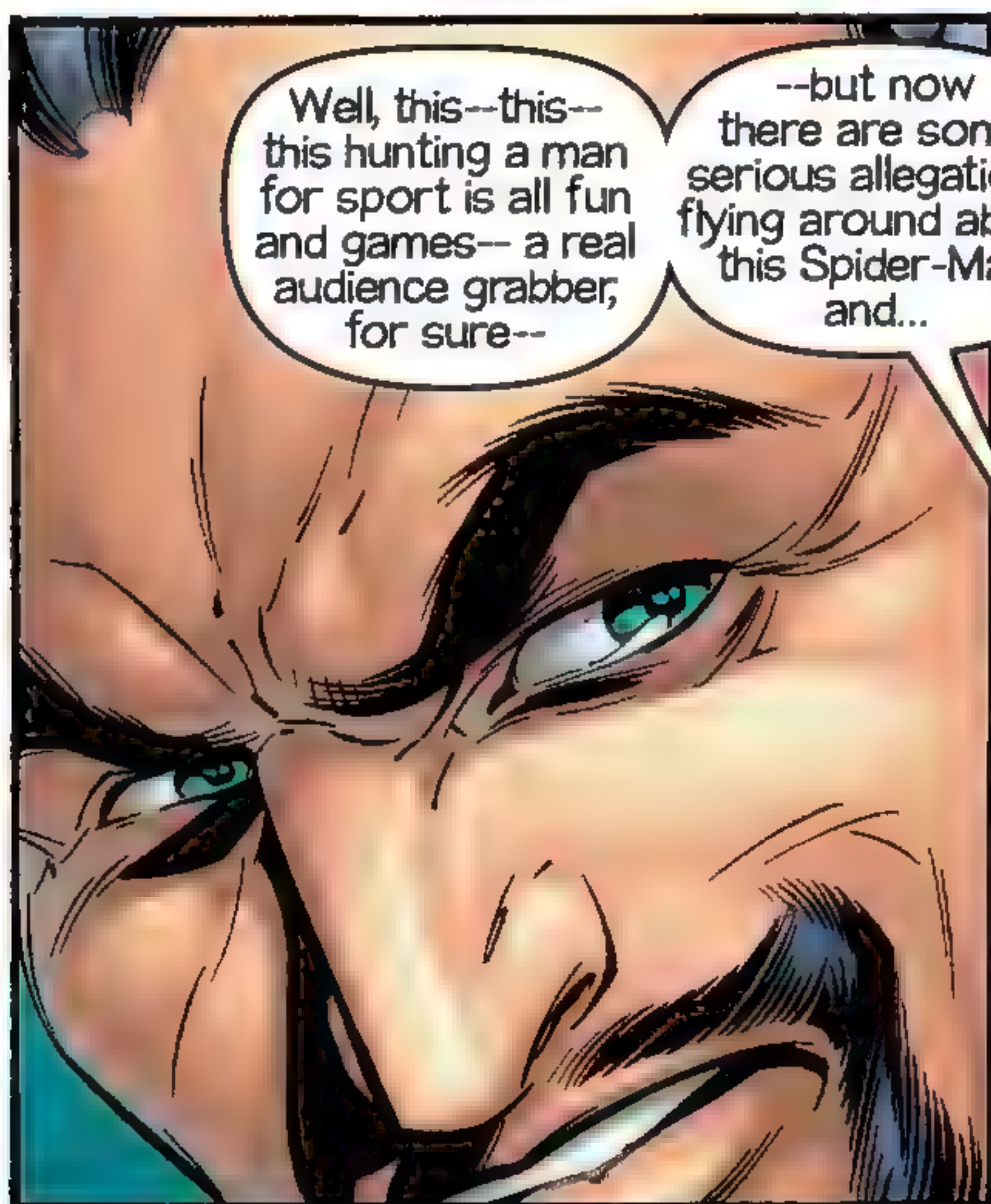
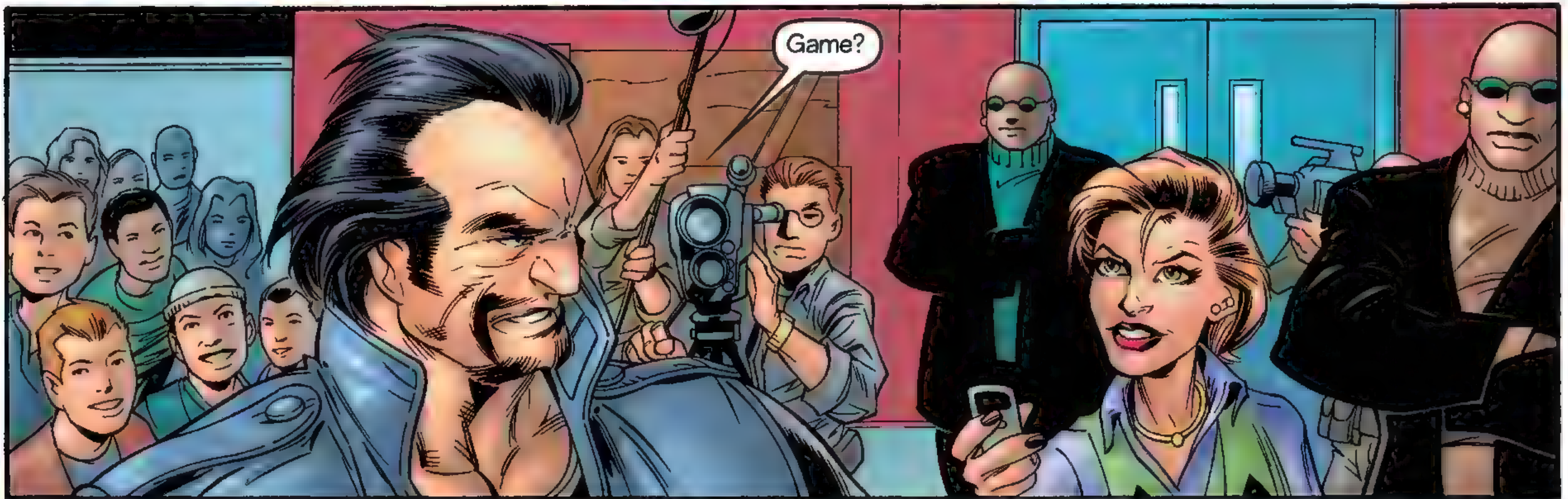
Wow.

Okay, then.

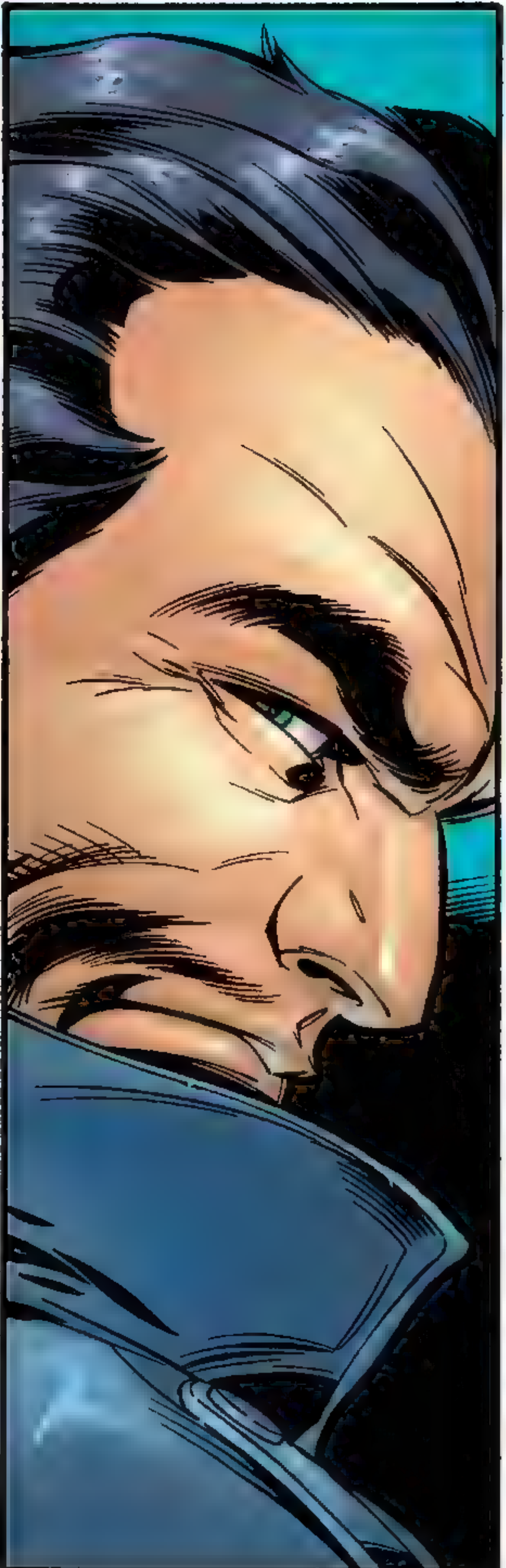
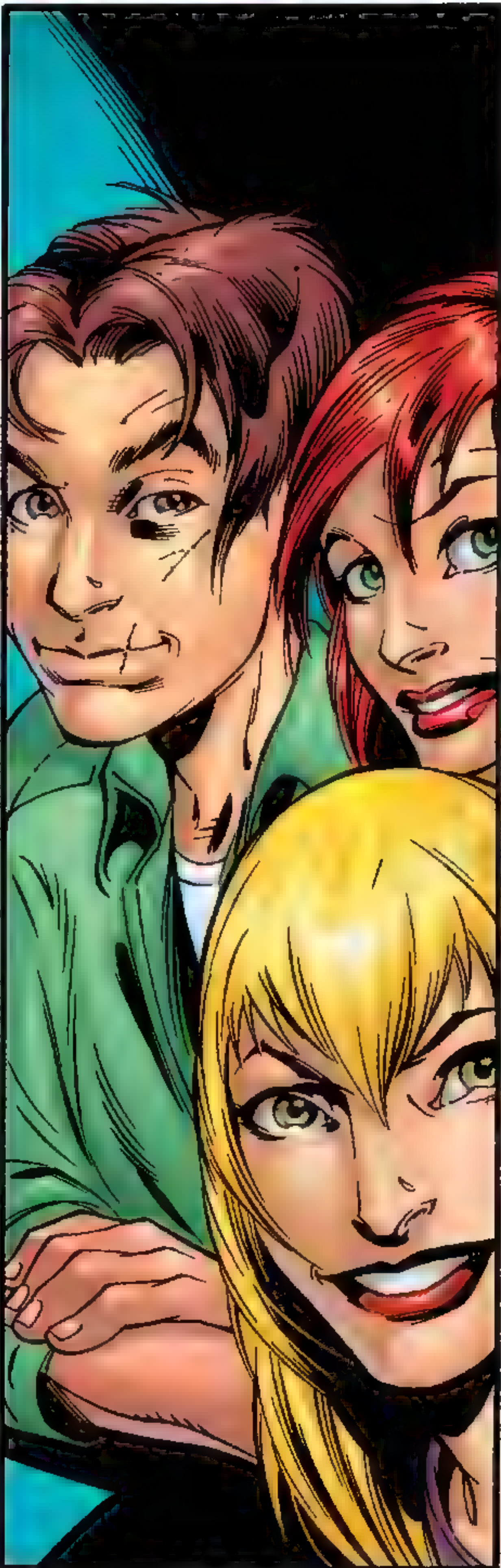
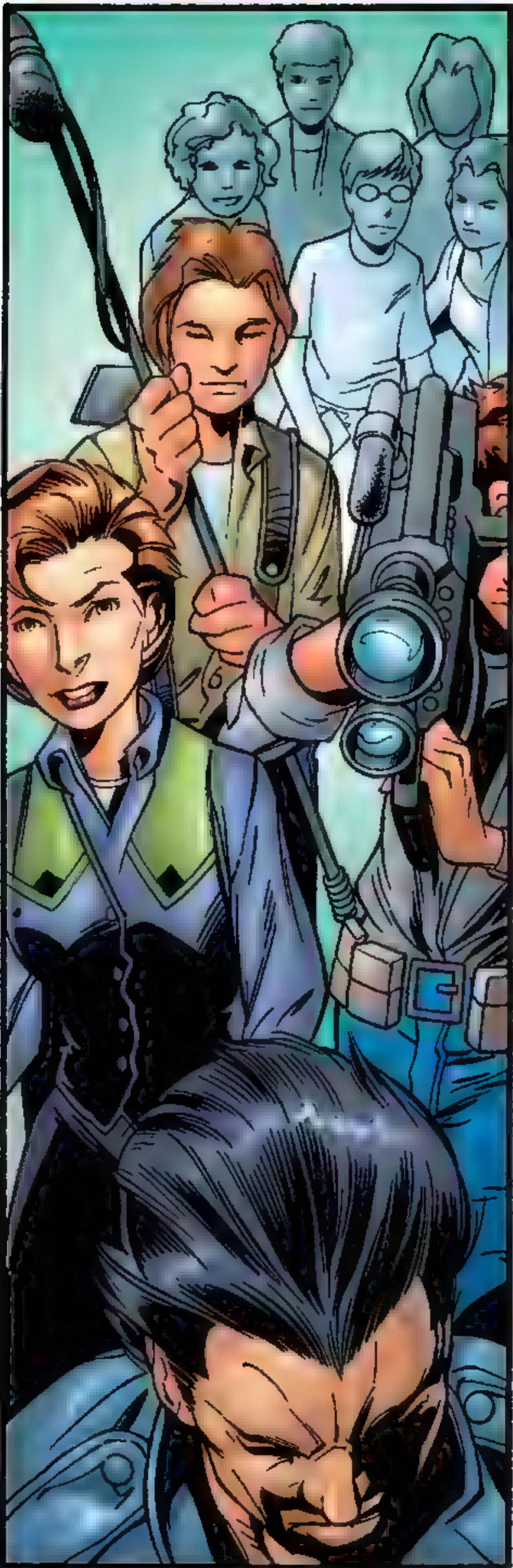
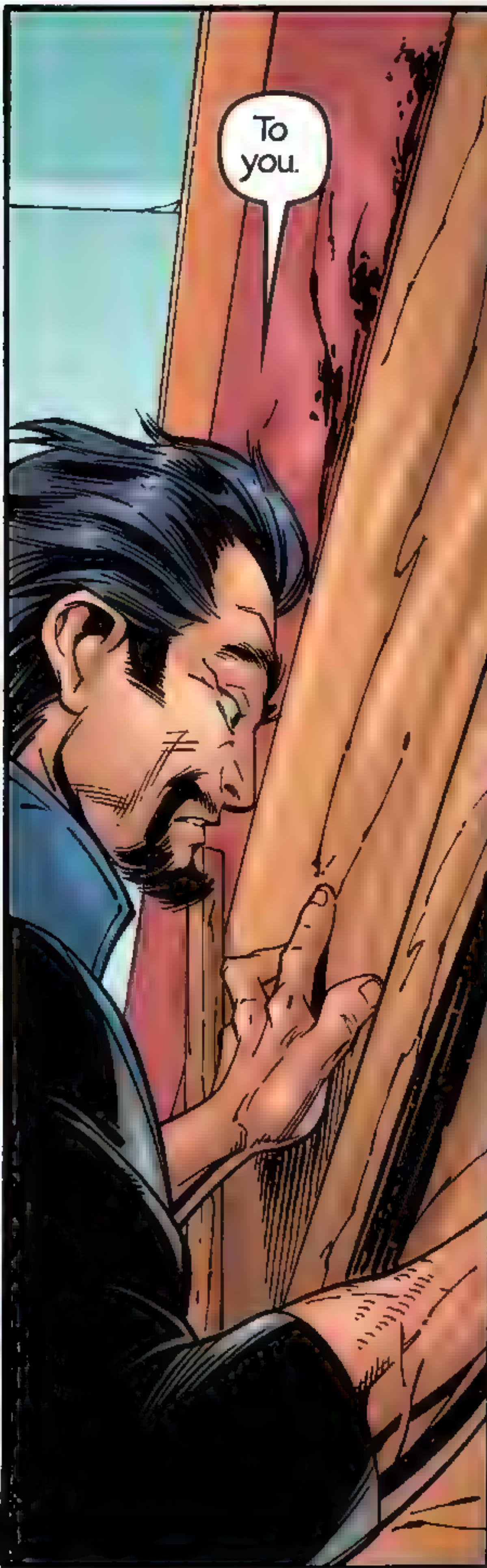
Hey, don't look now...

...but here comes a big, cheesy TV star.

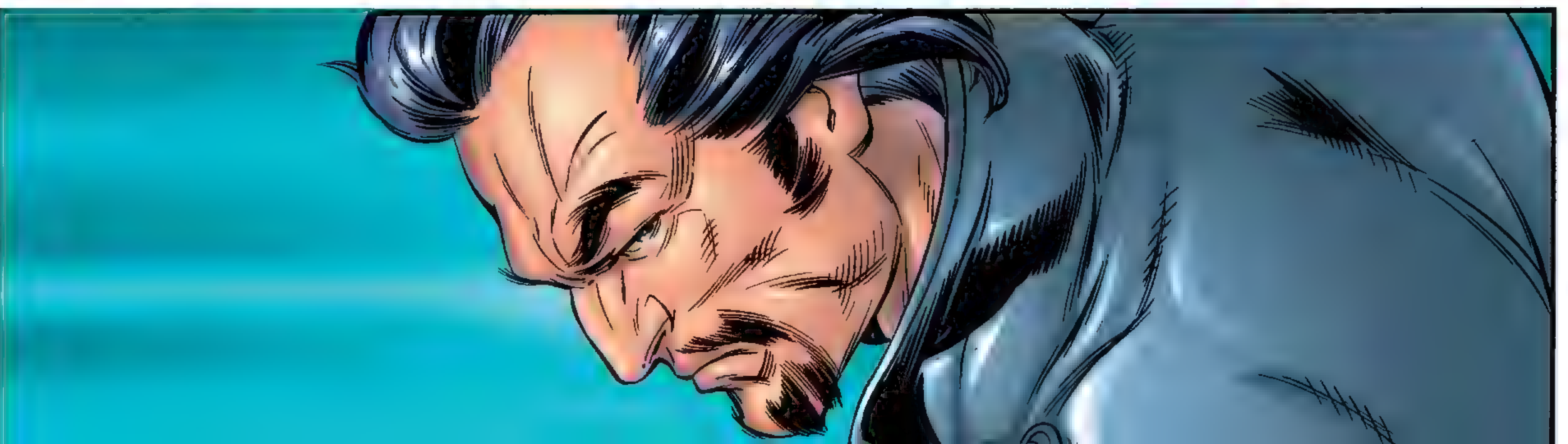
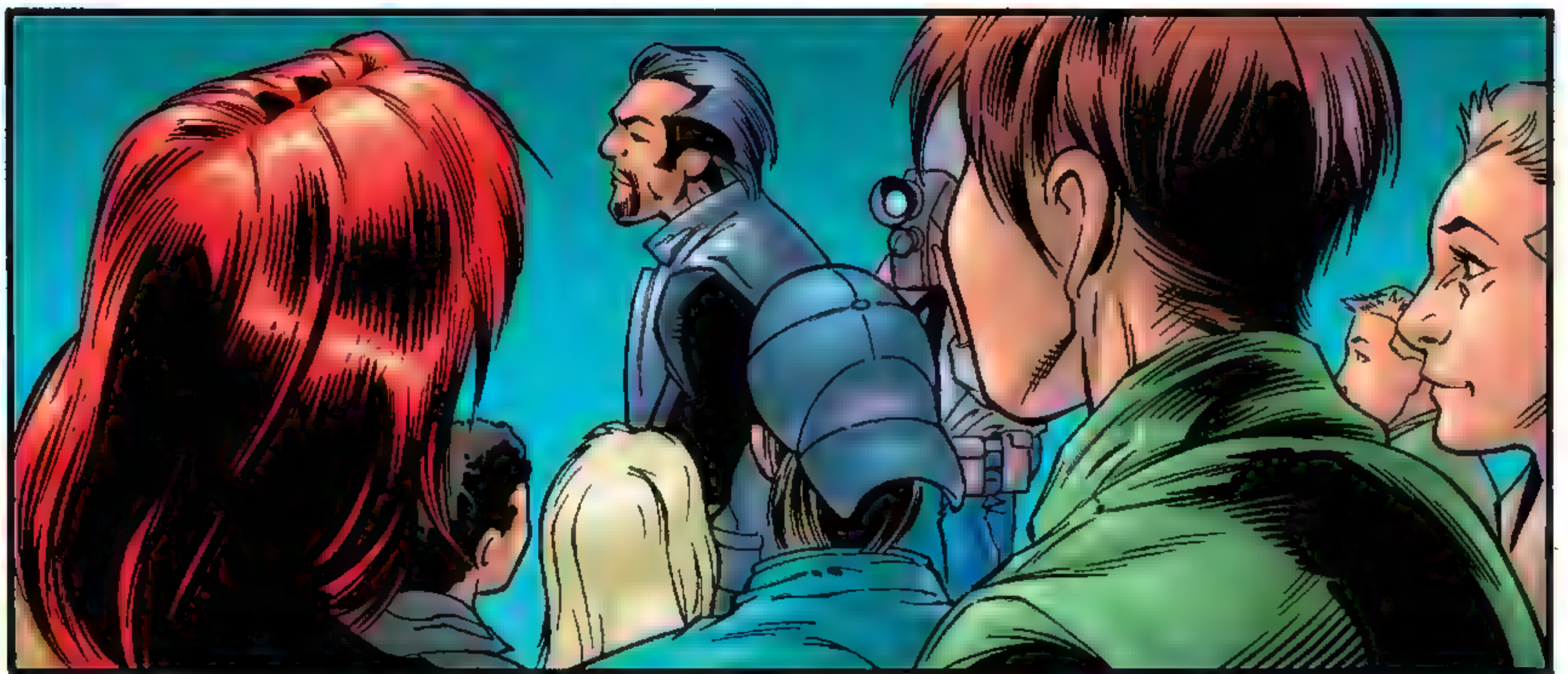
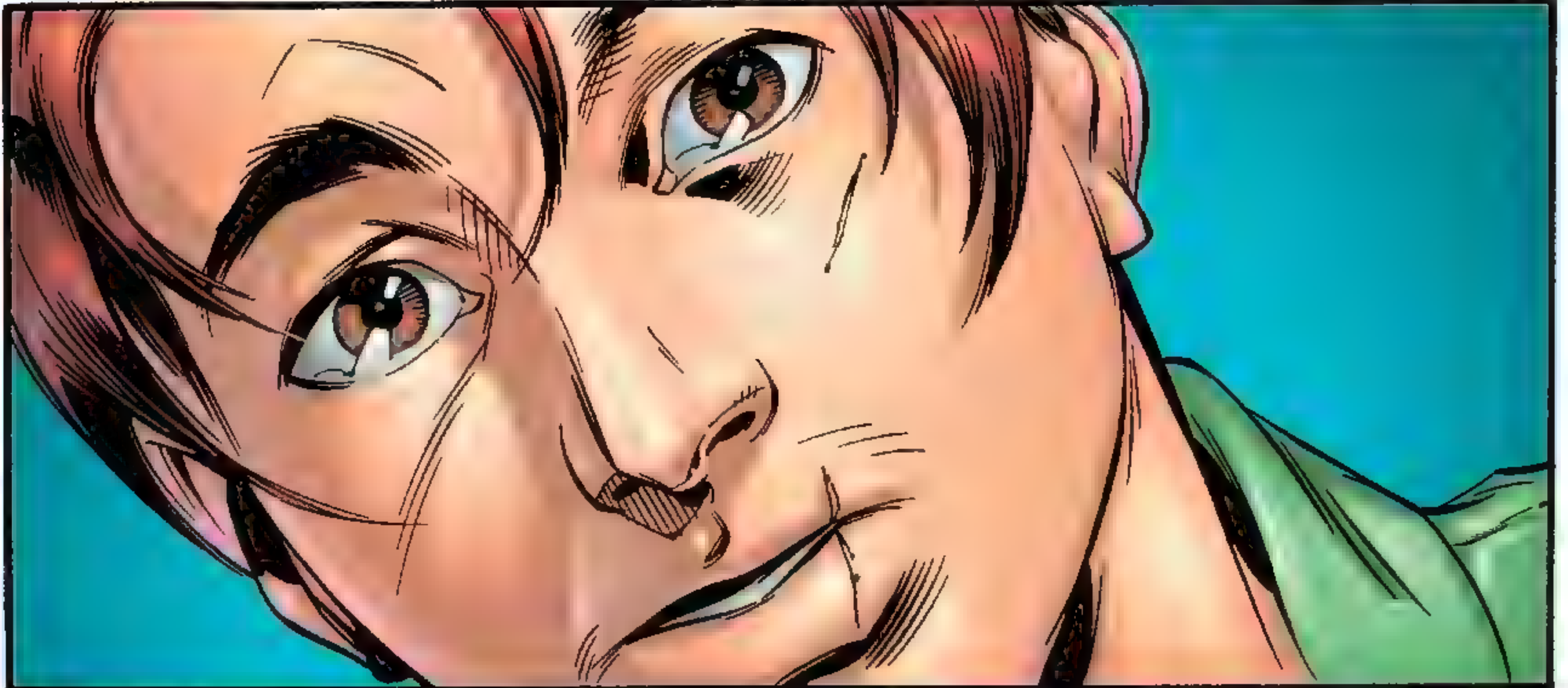
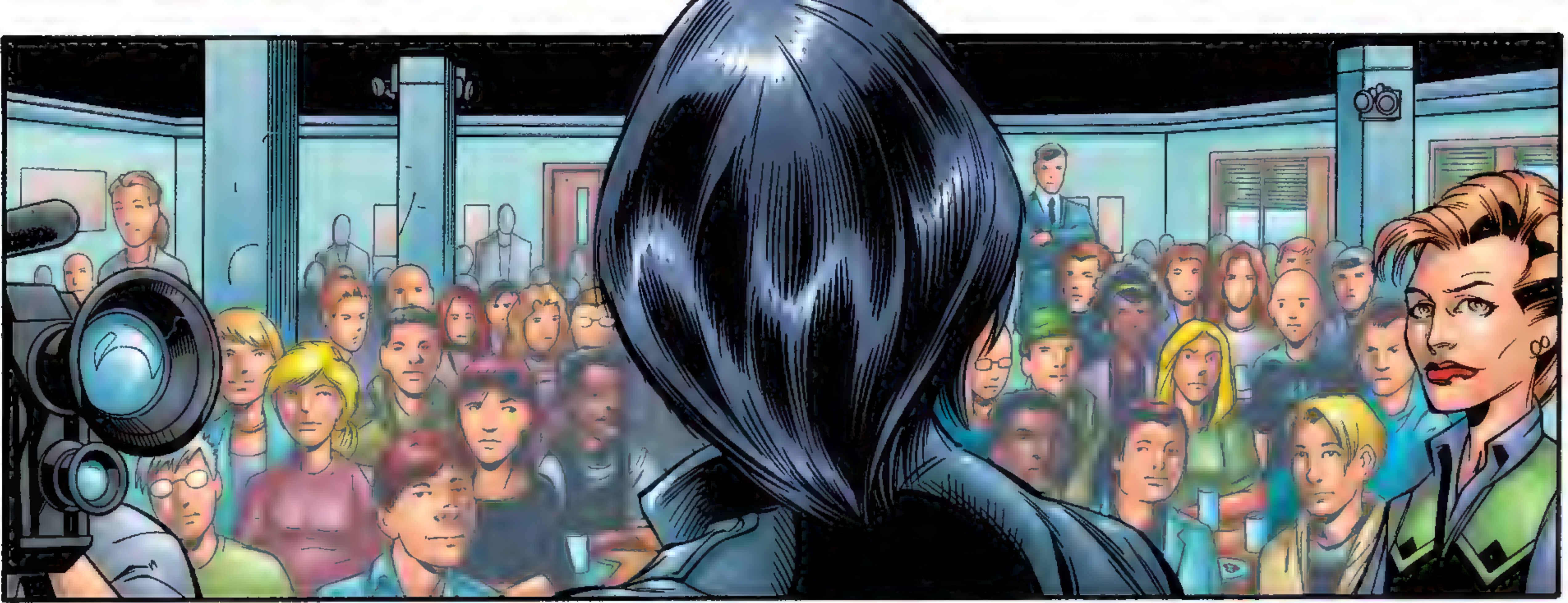




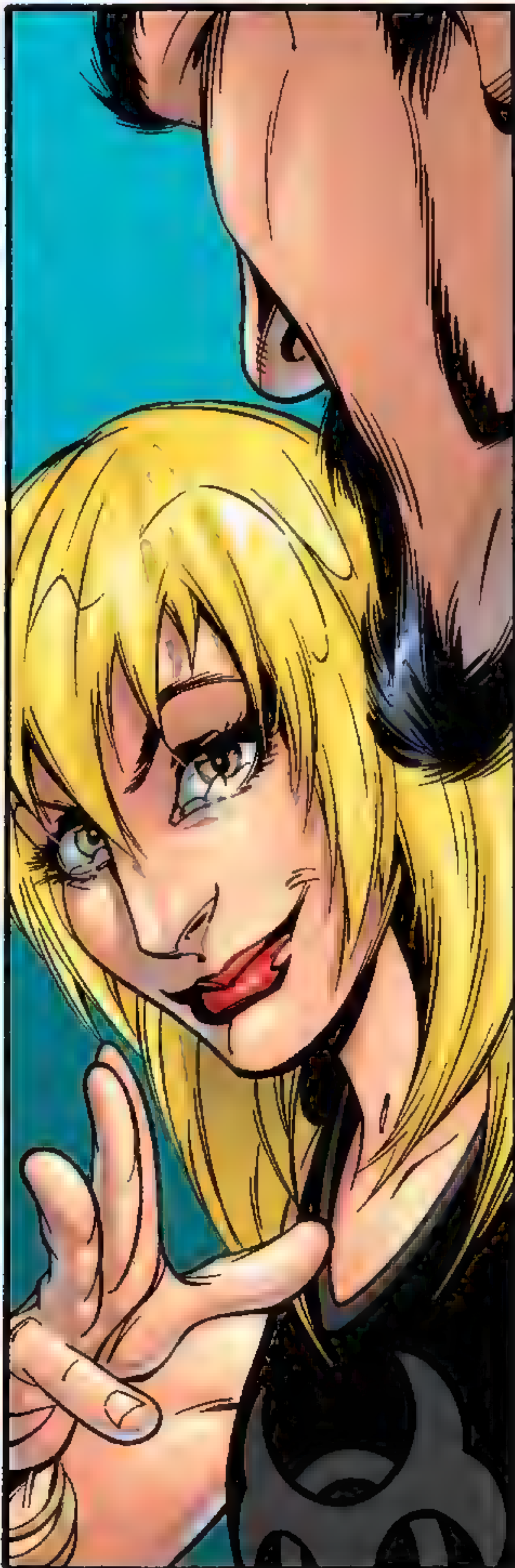
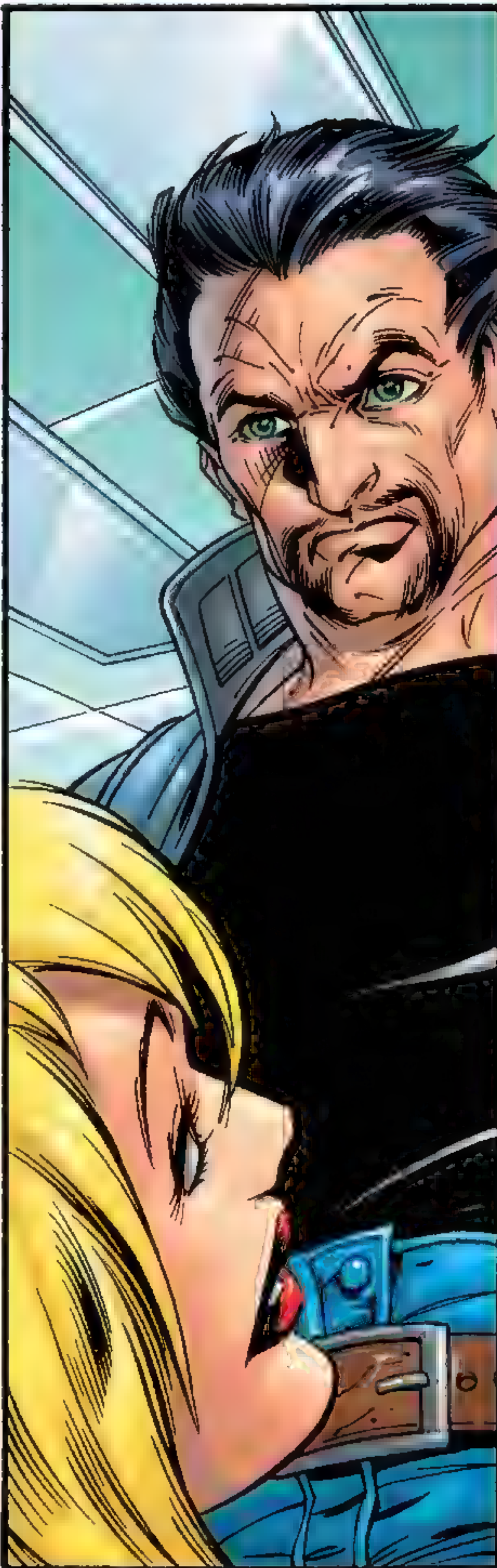
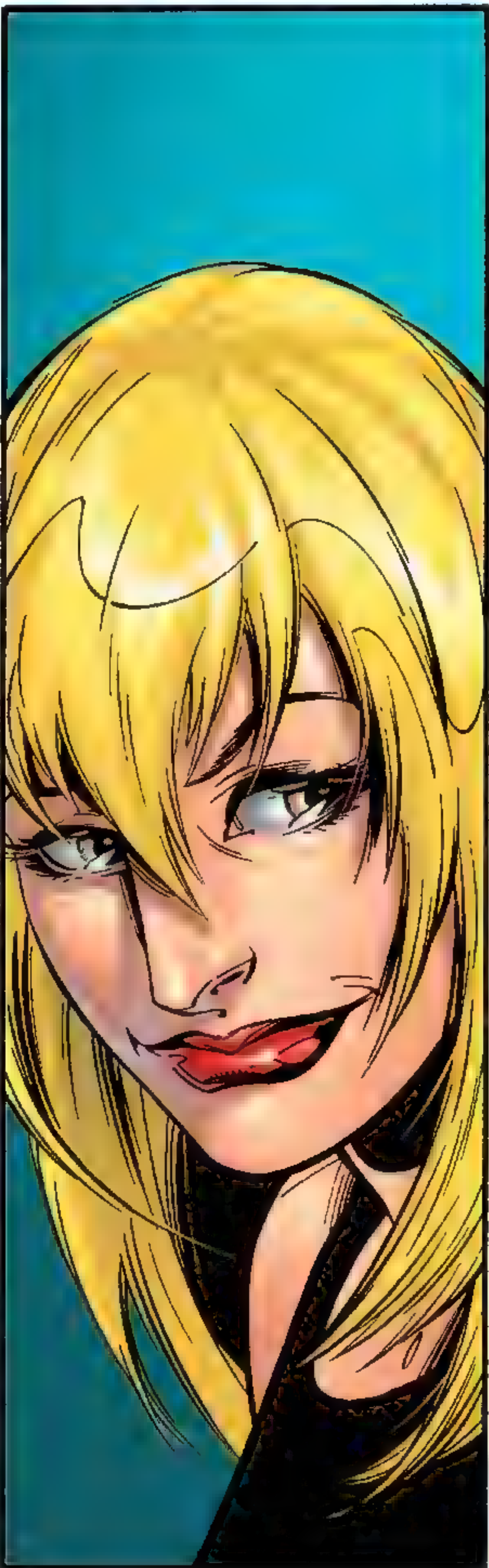
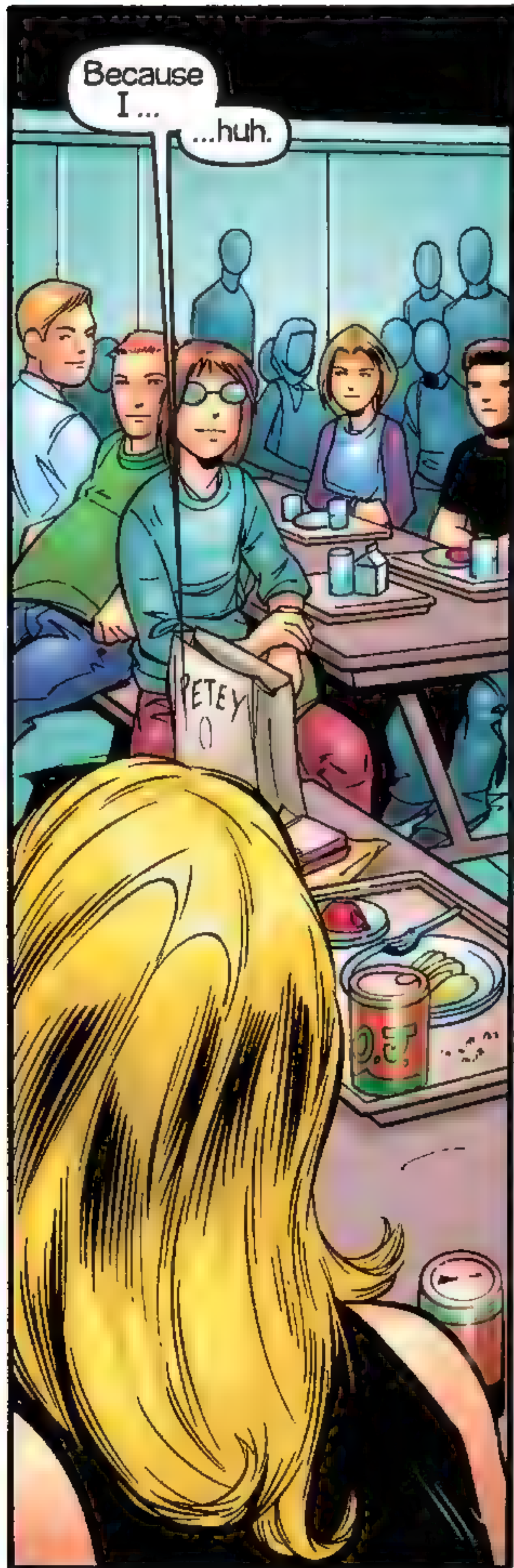
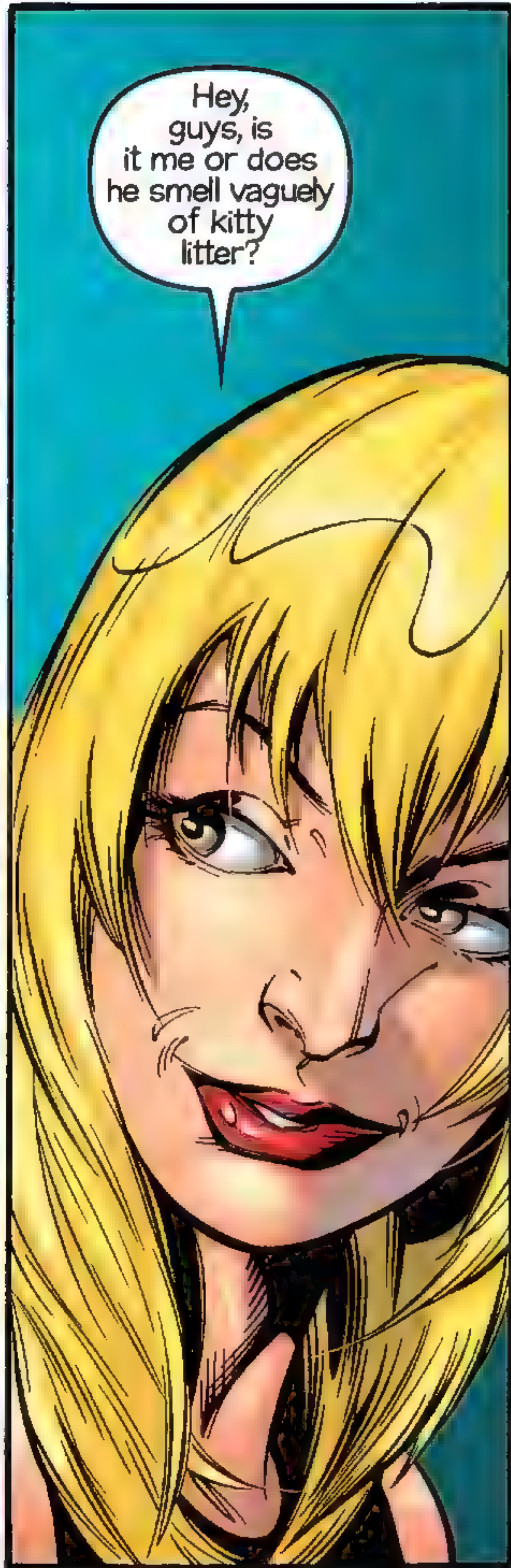
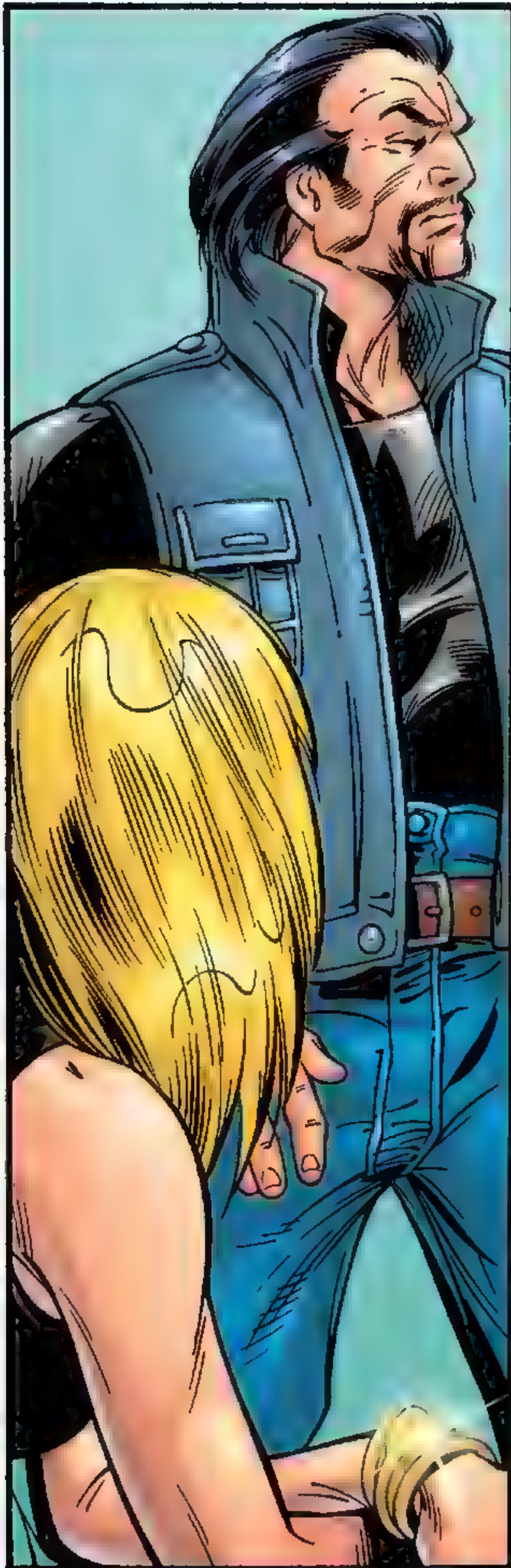




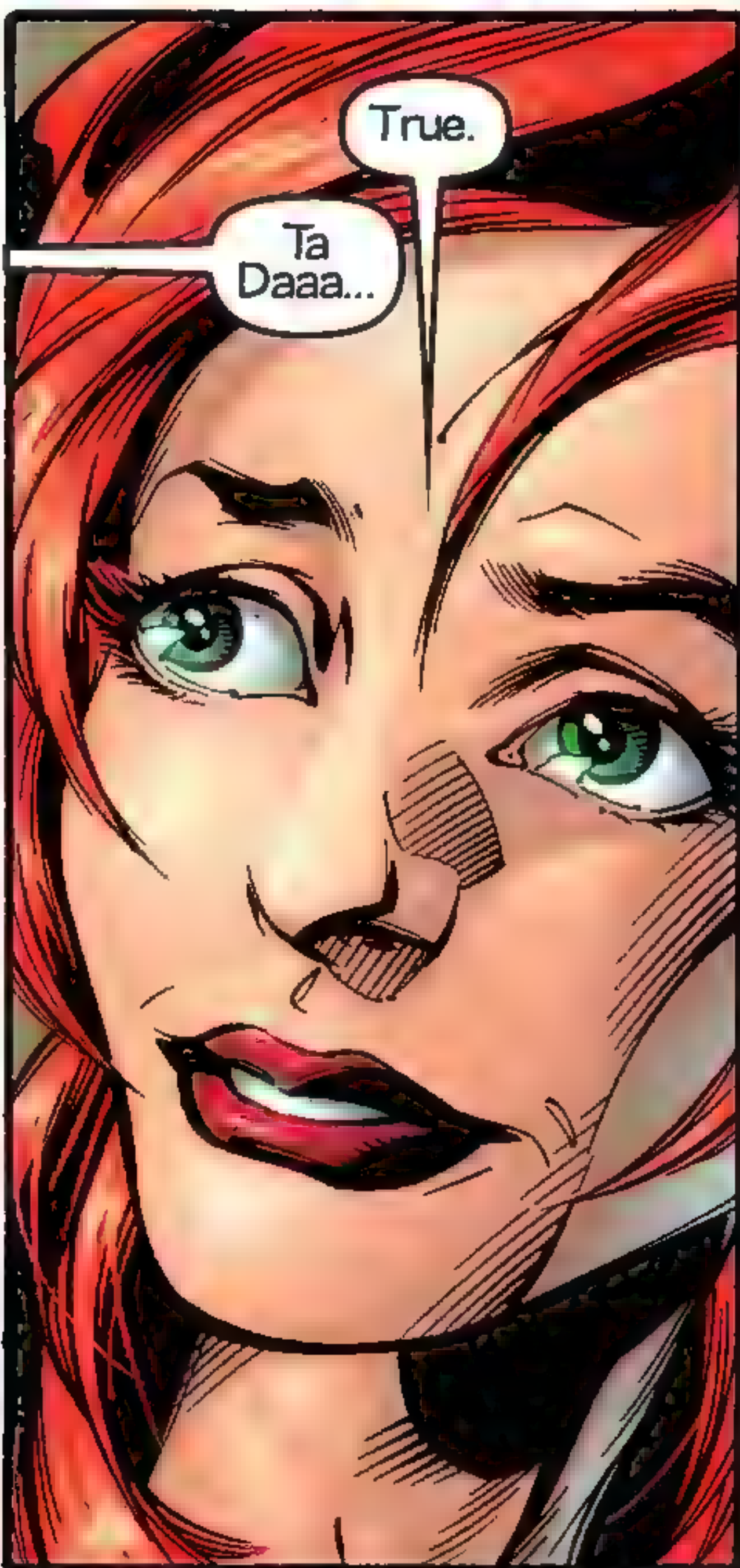
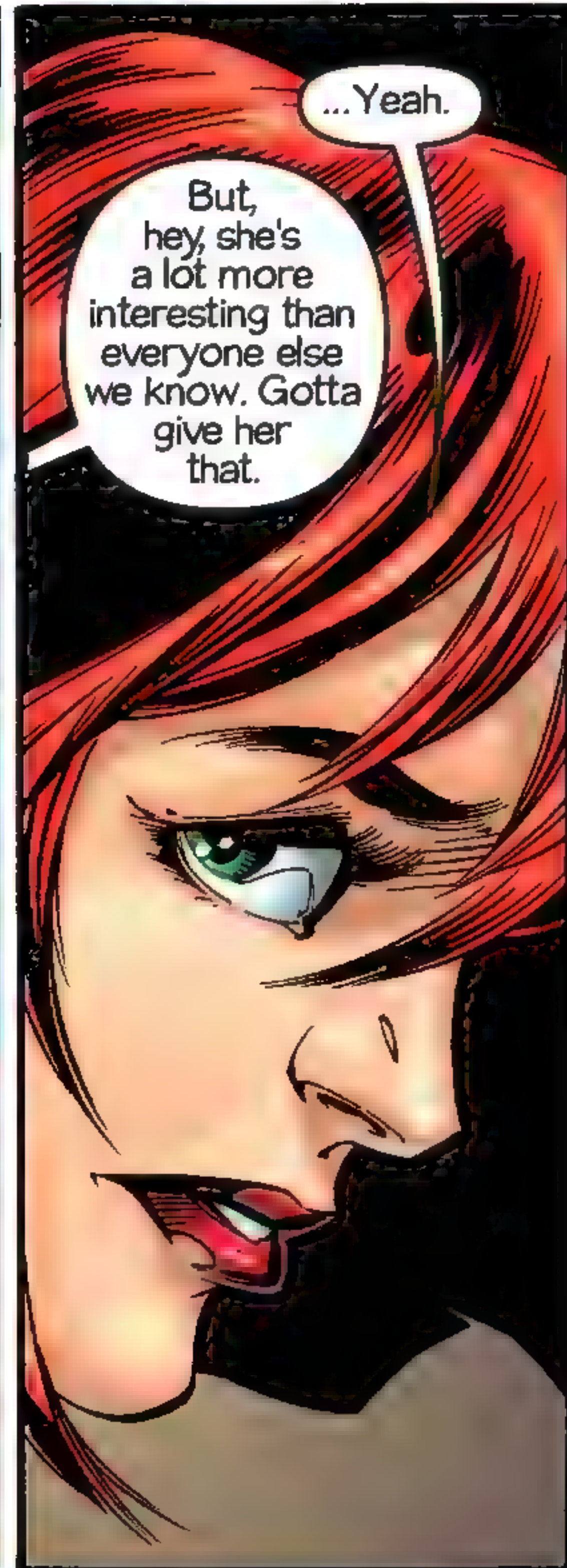
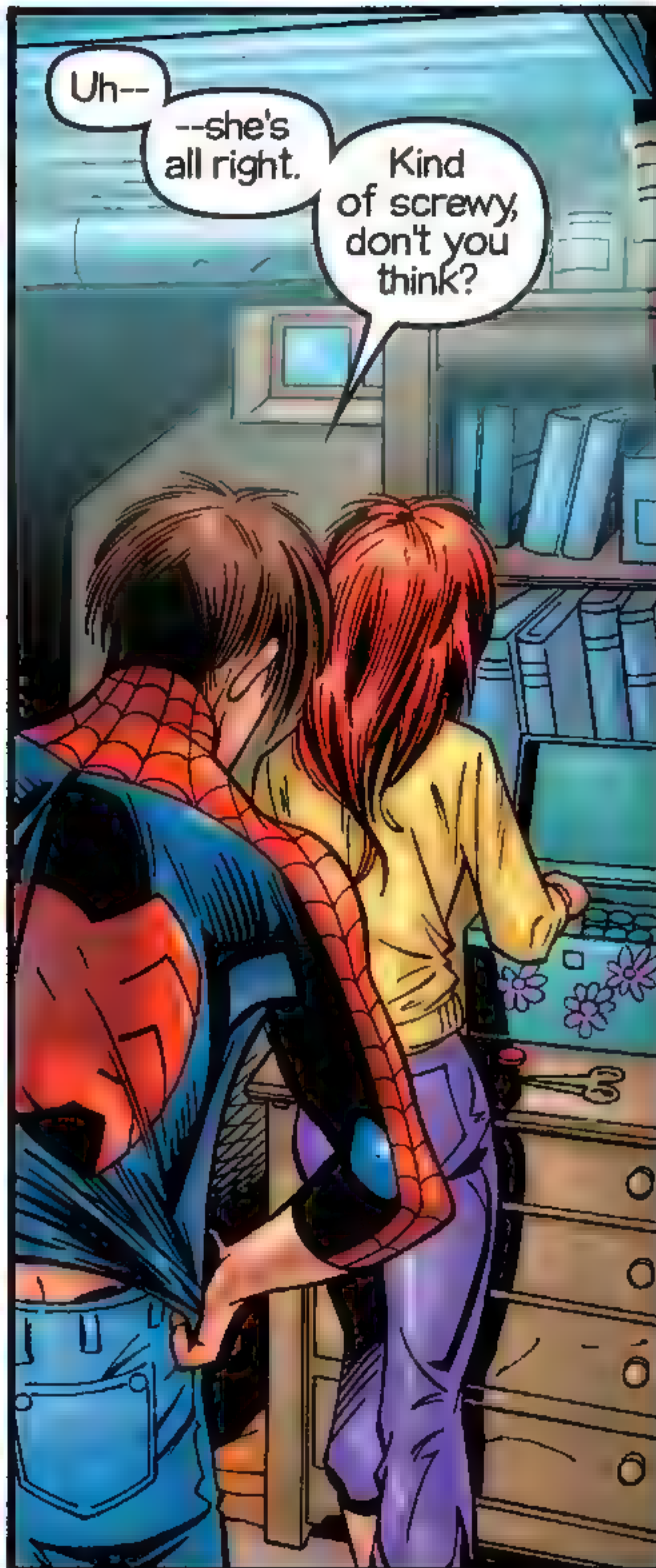
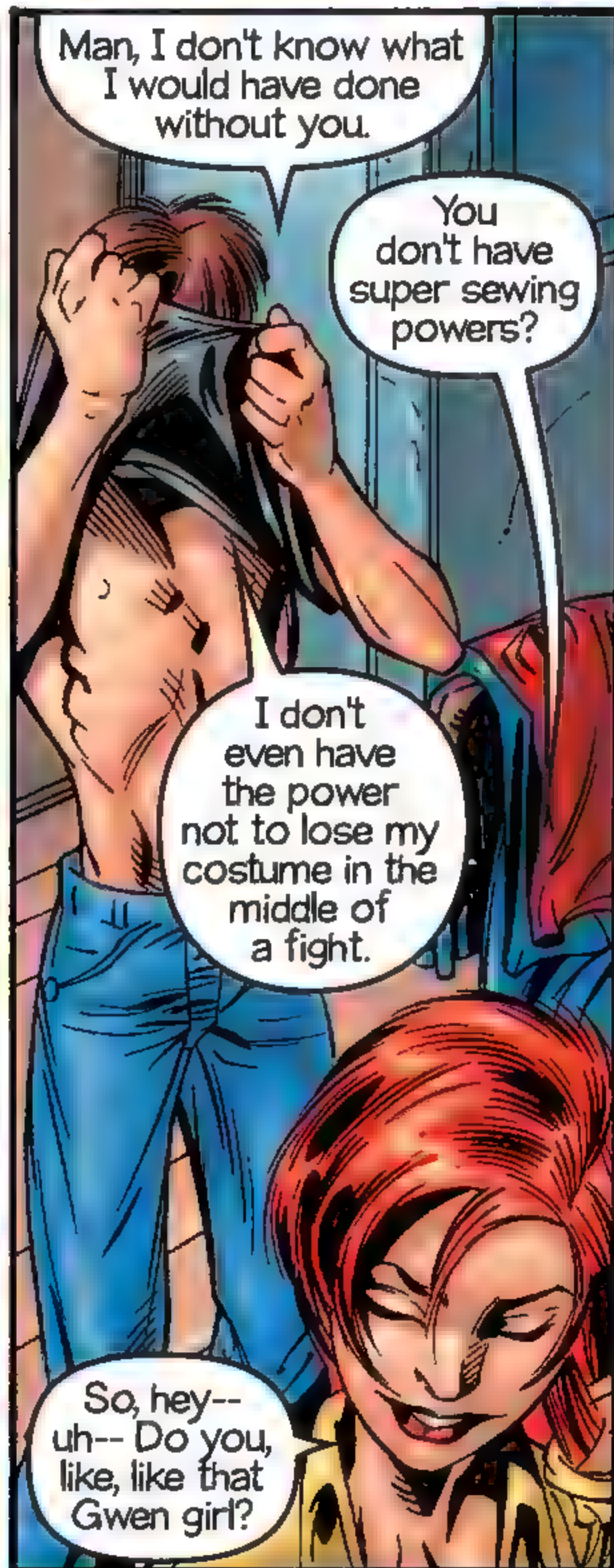




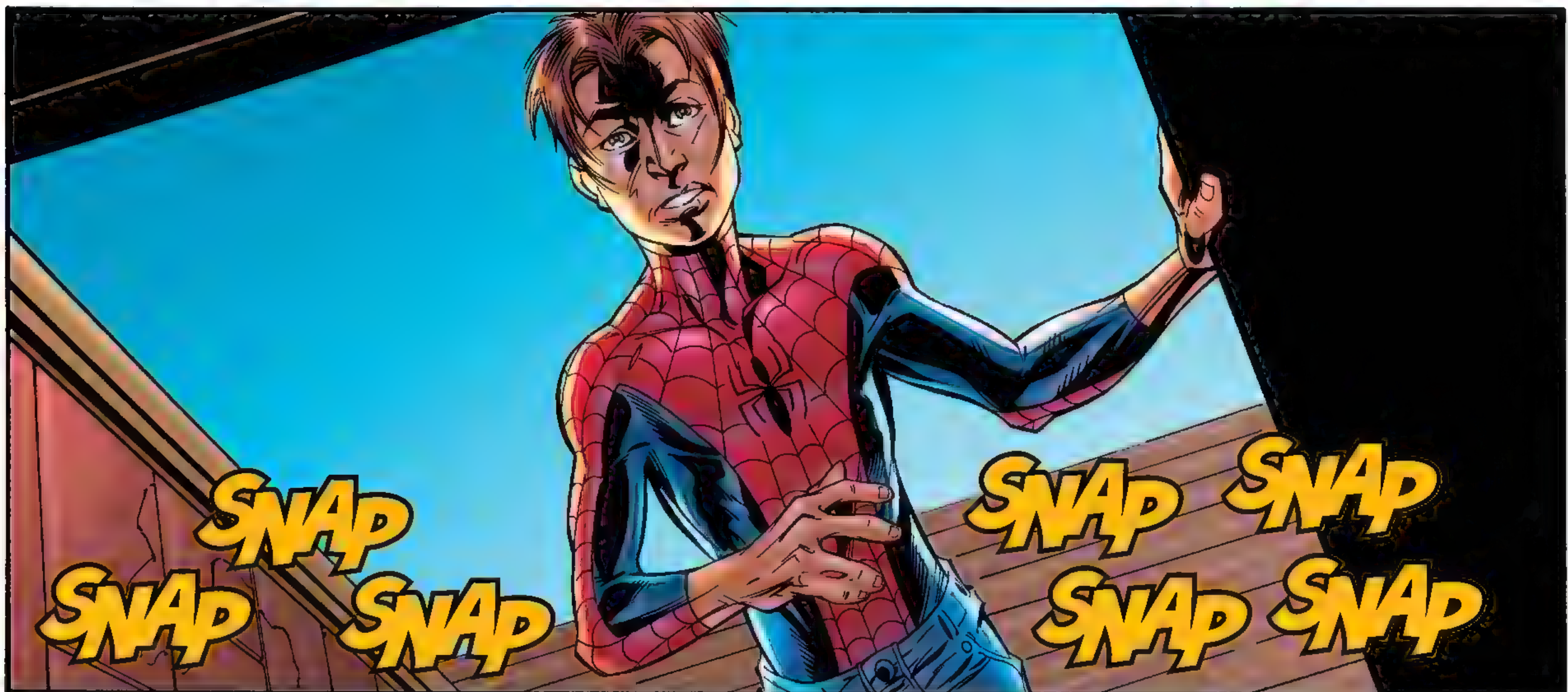
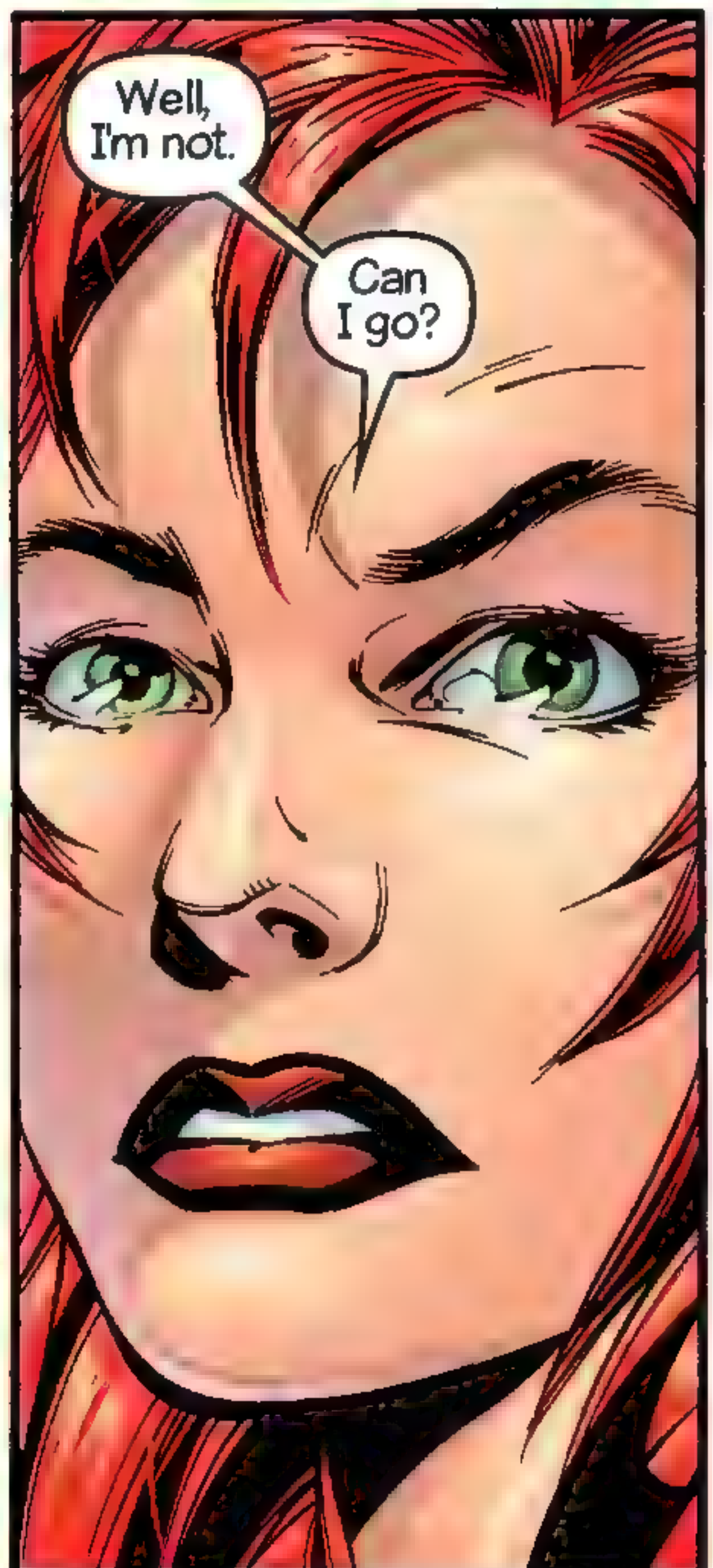
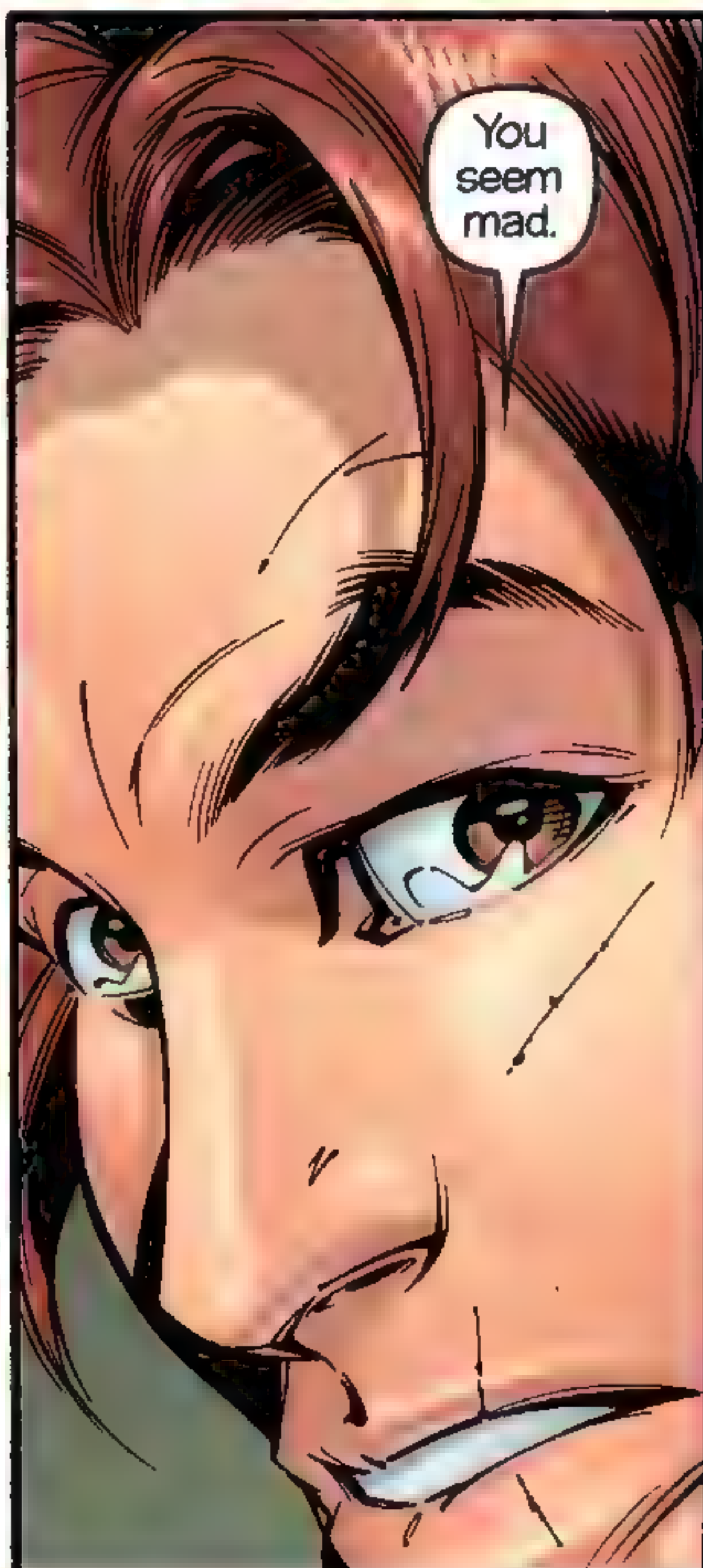
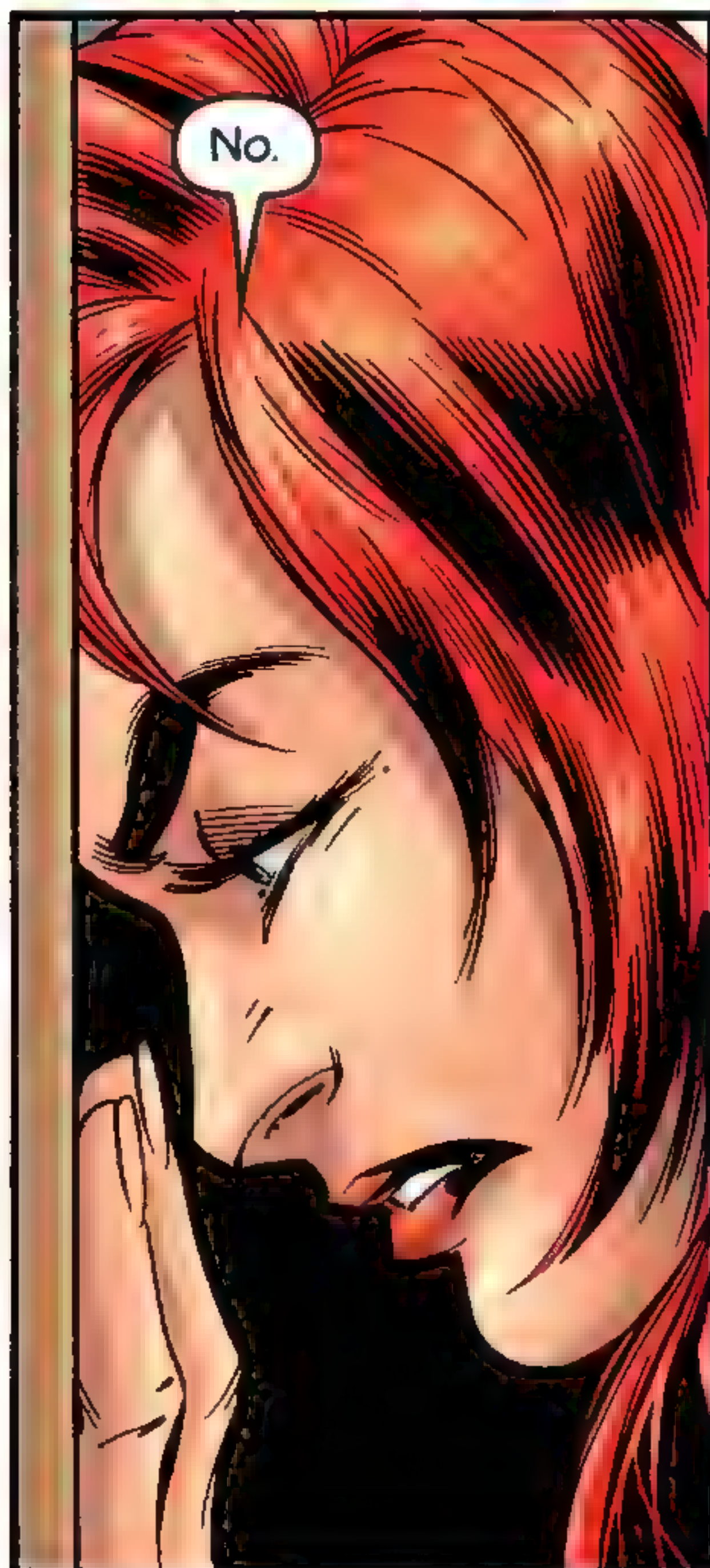
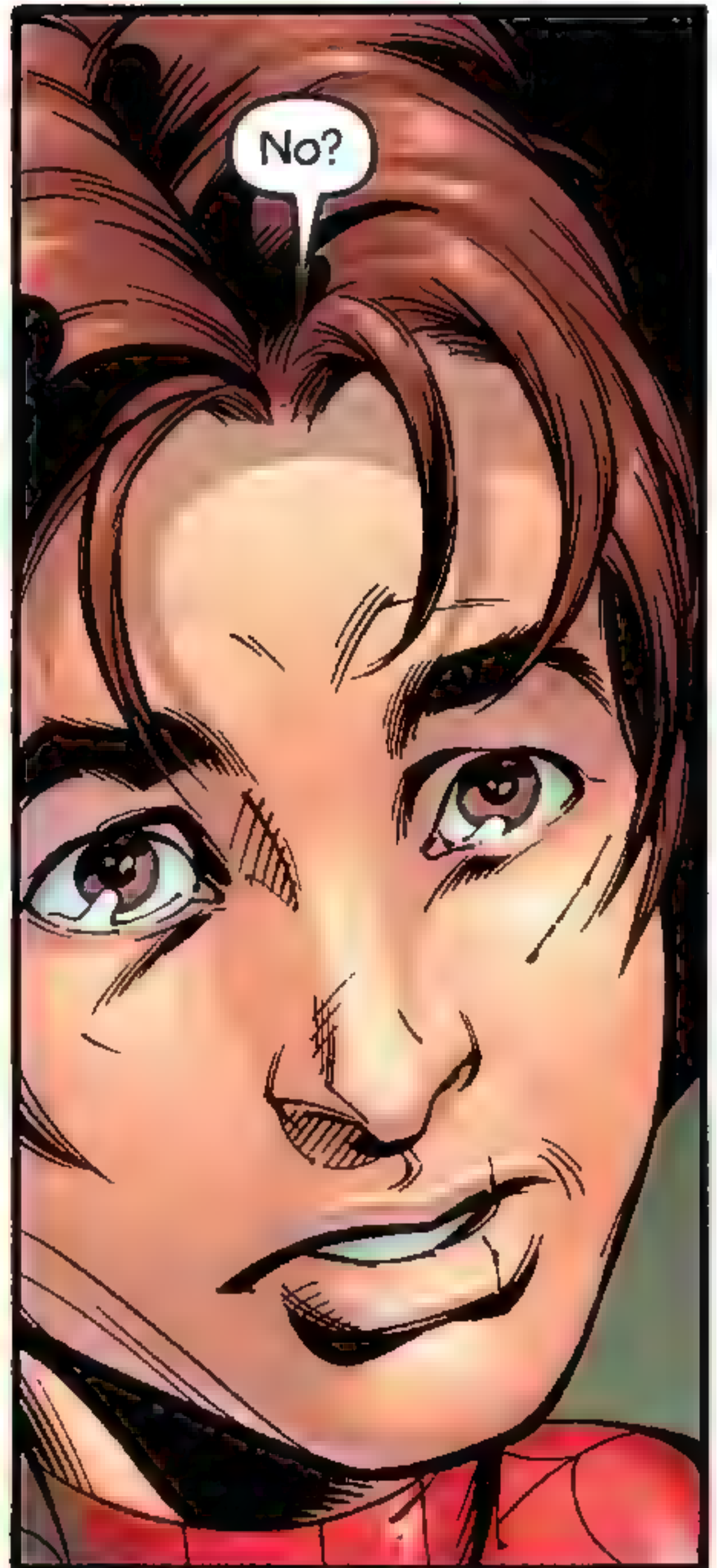
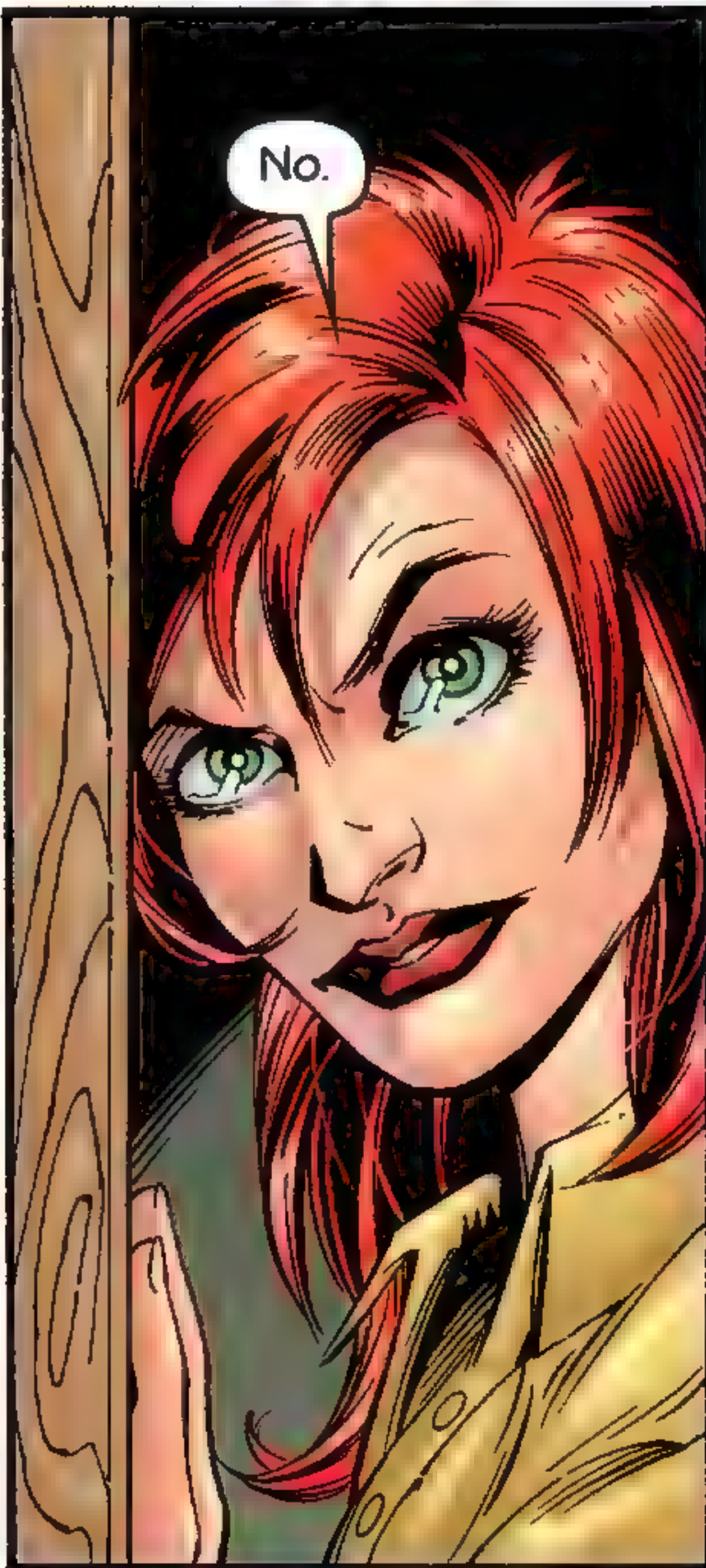








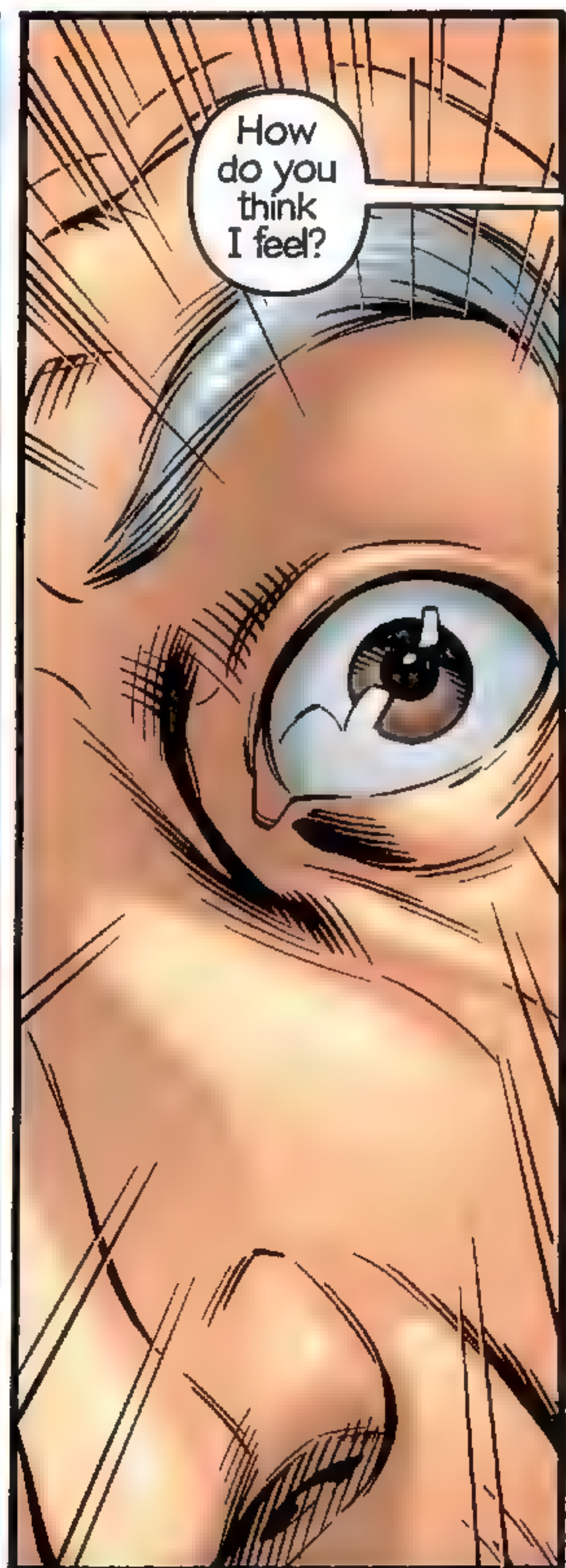
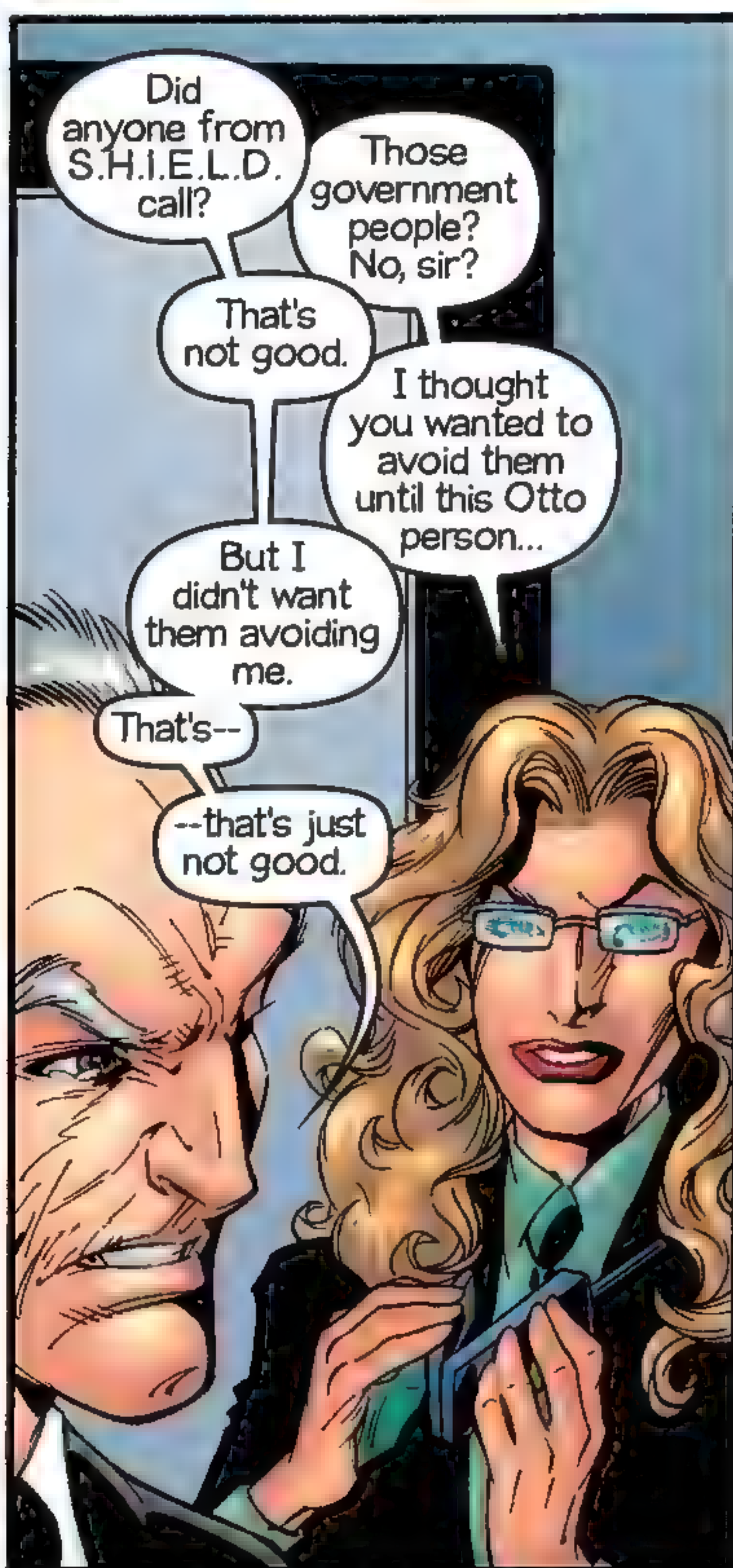
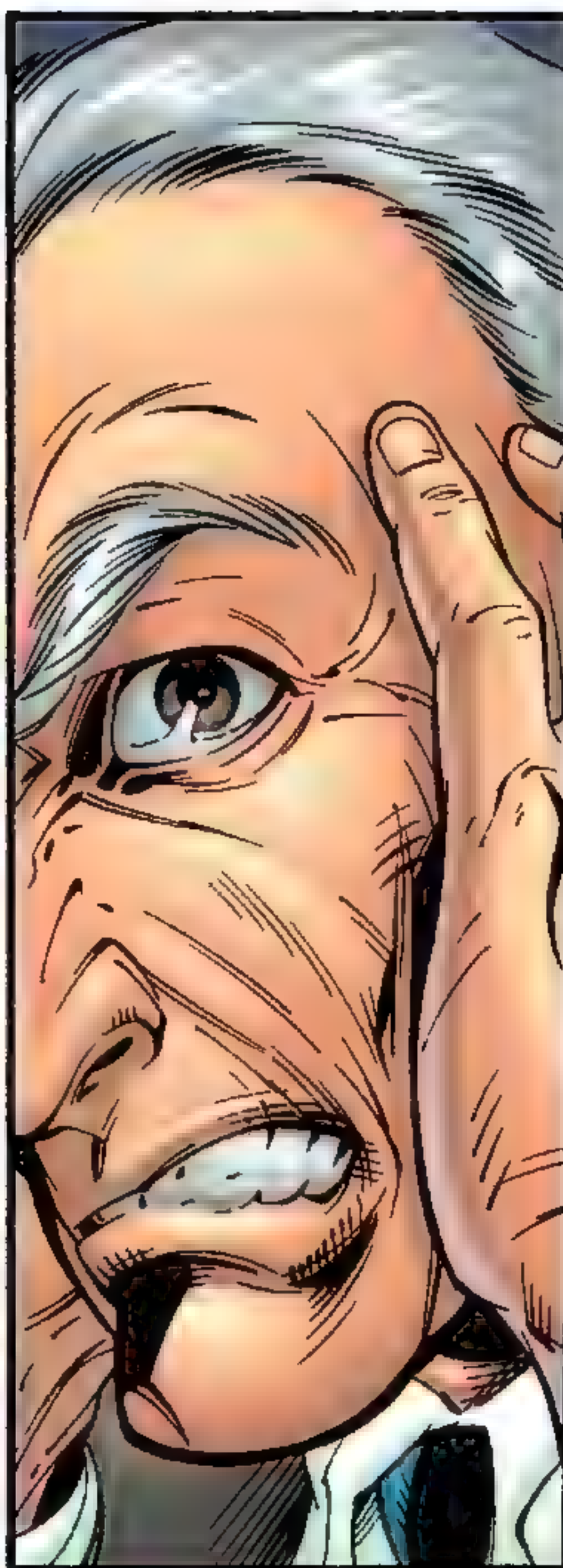




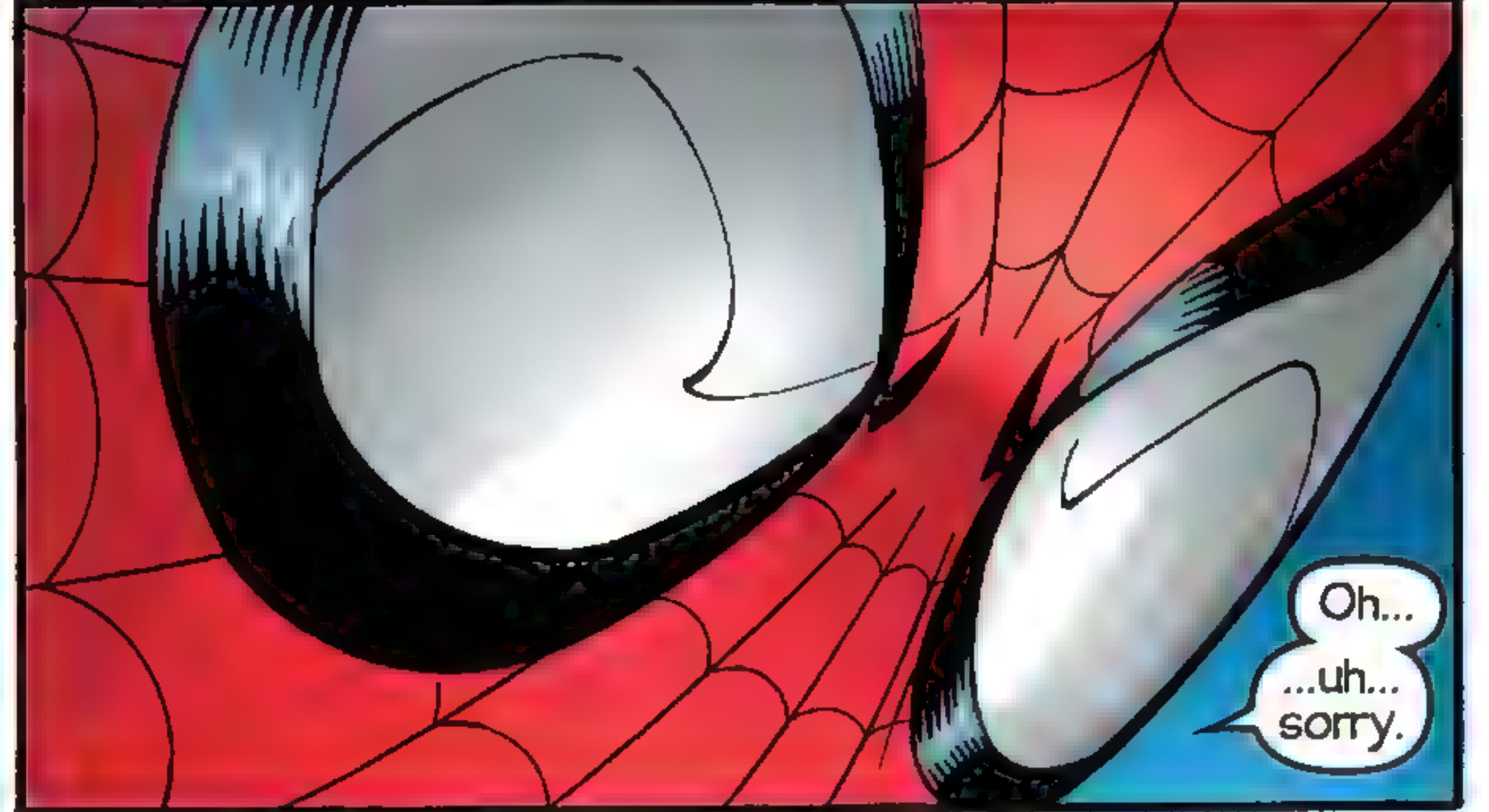
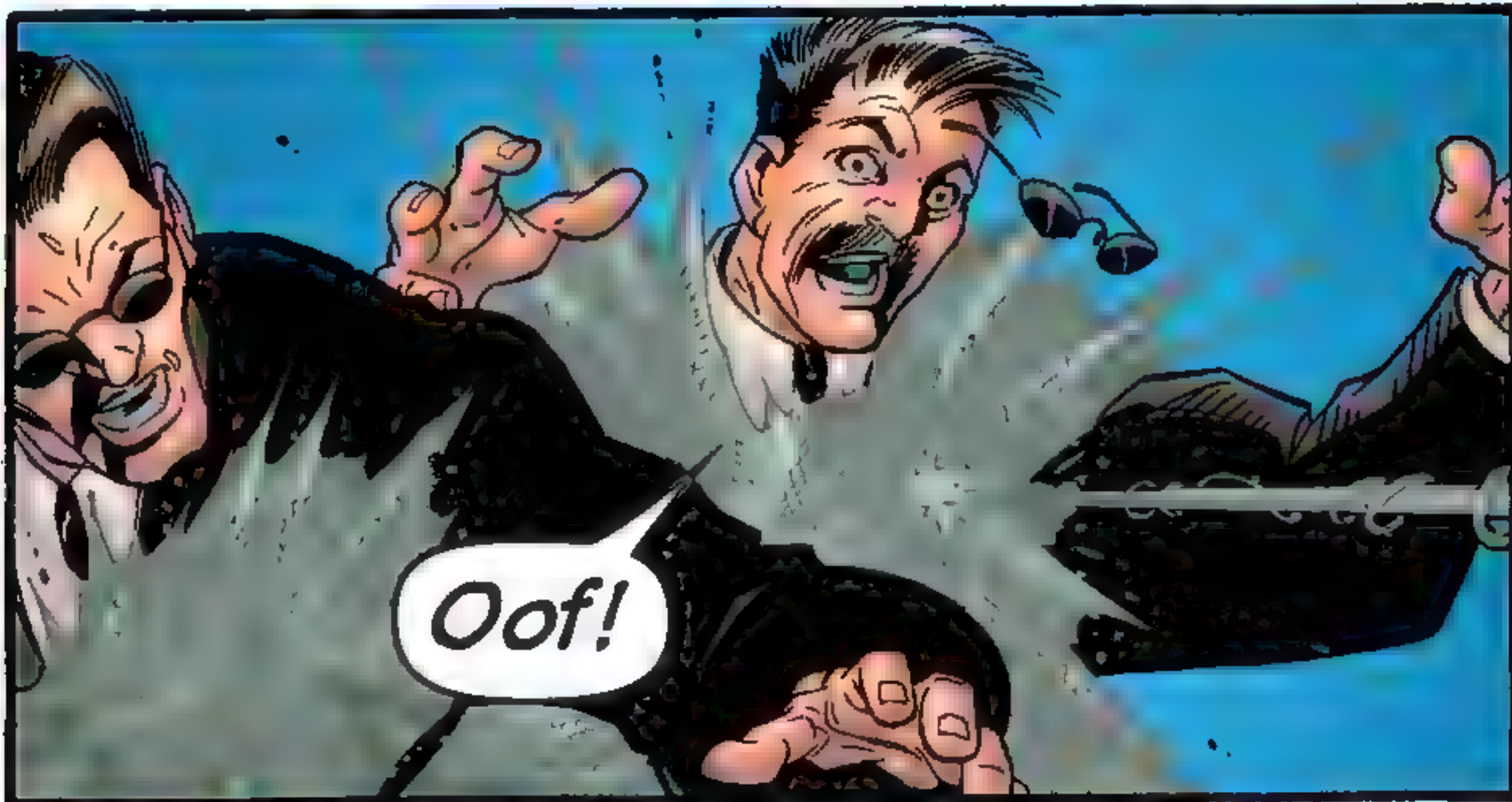




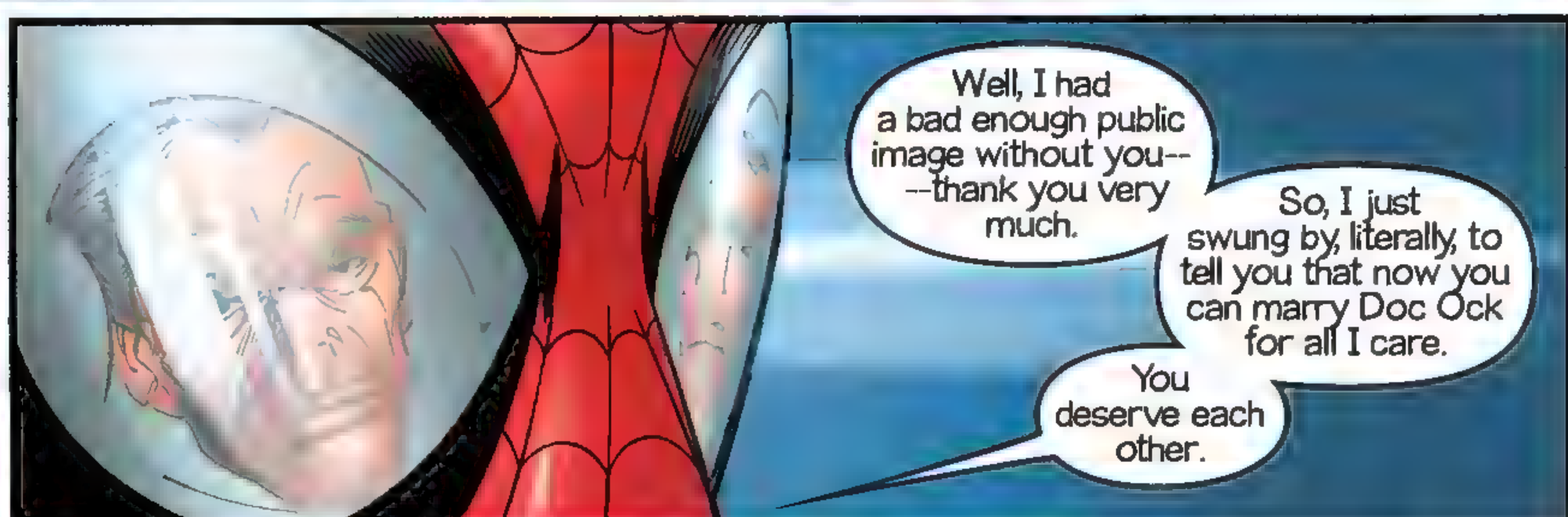
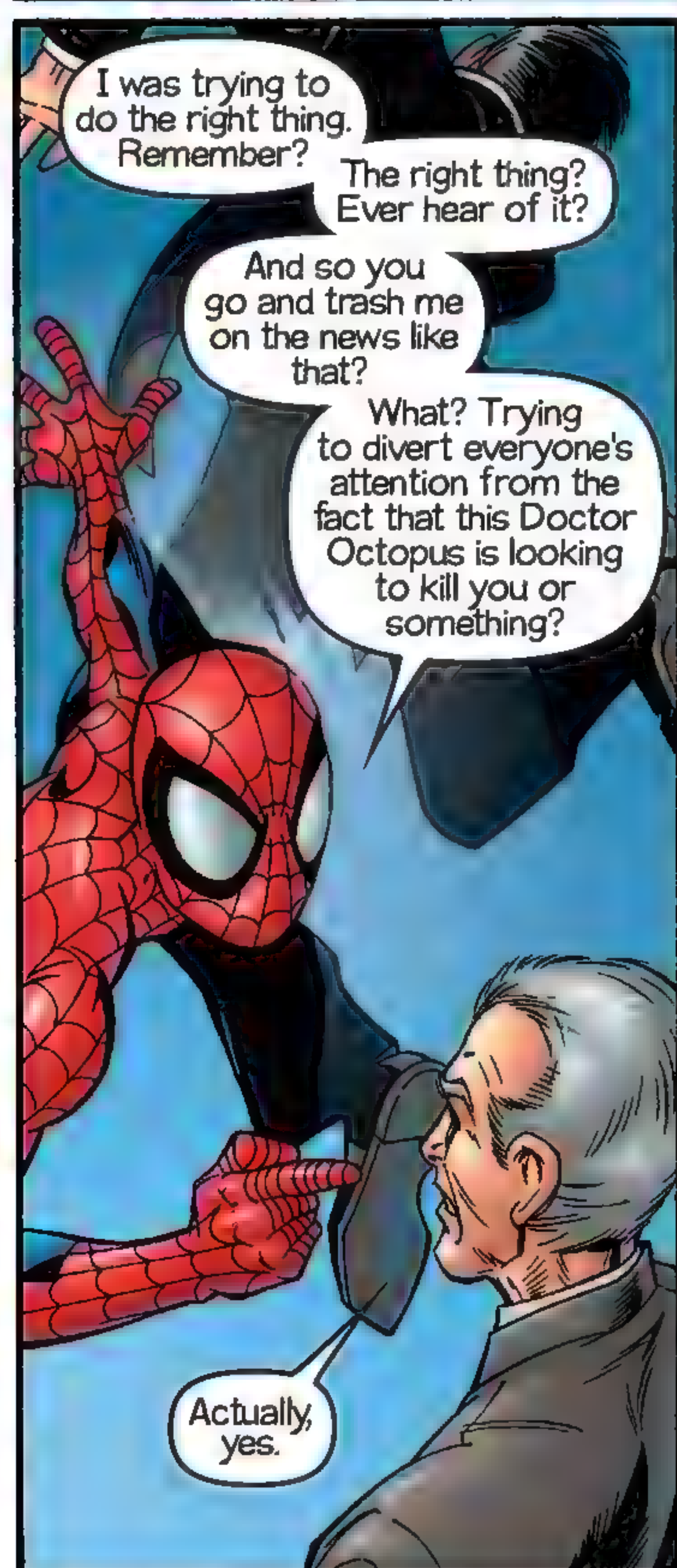




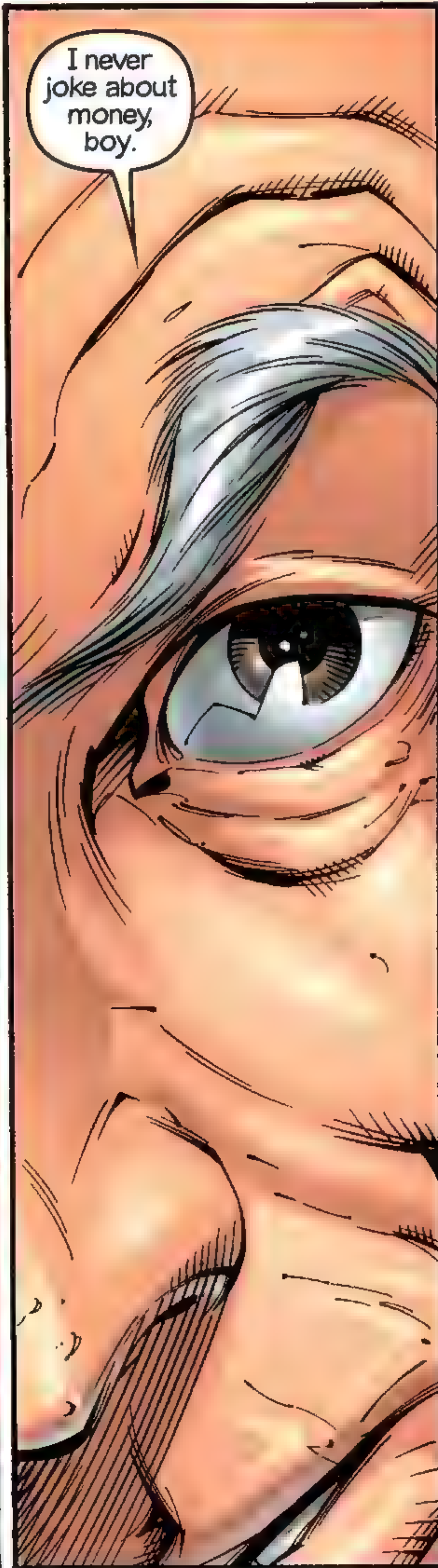
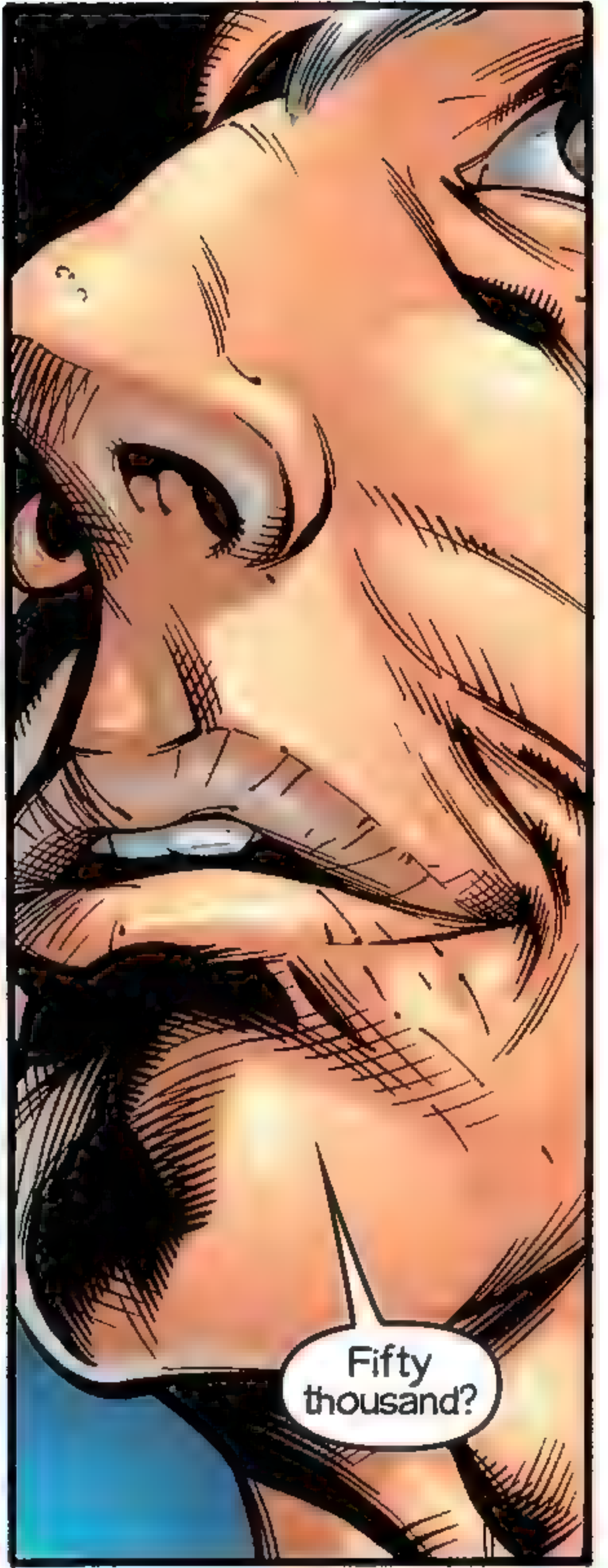
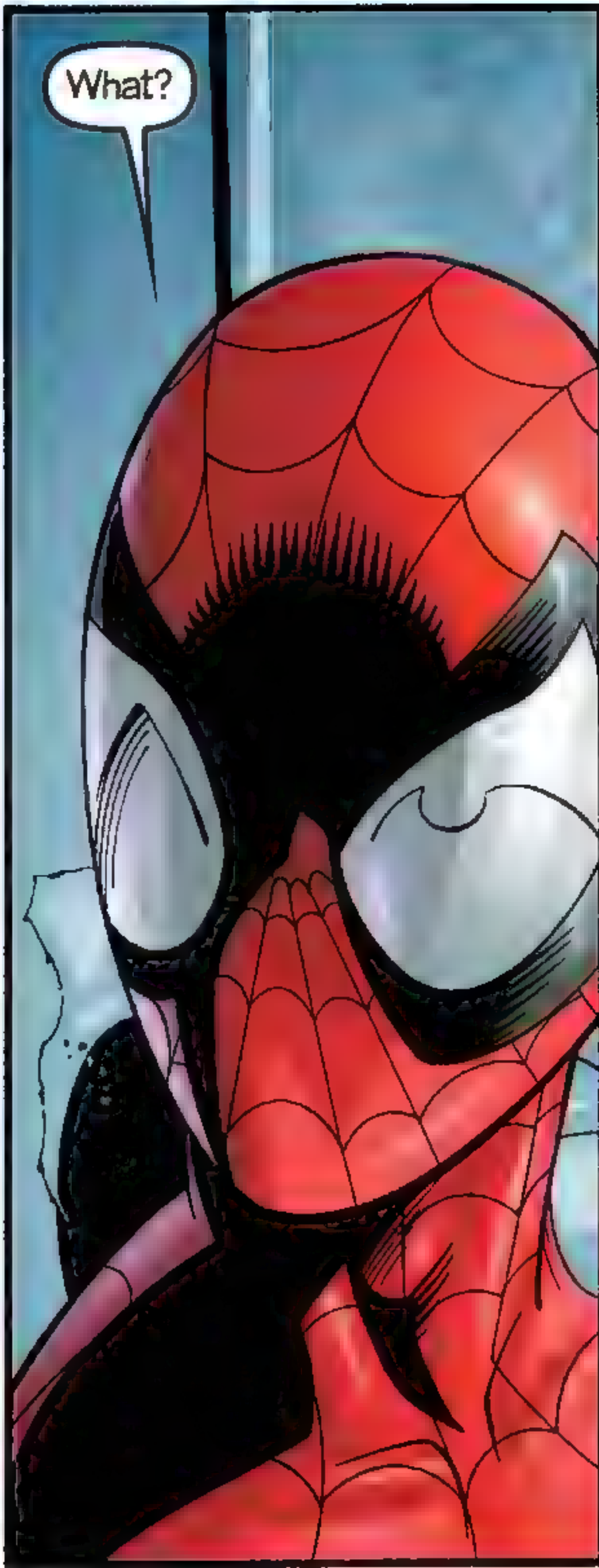
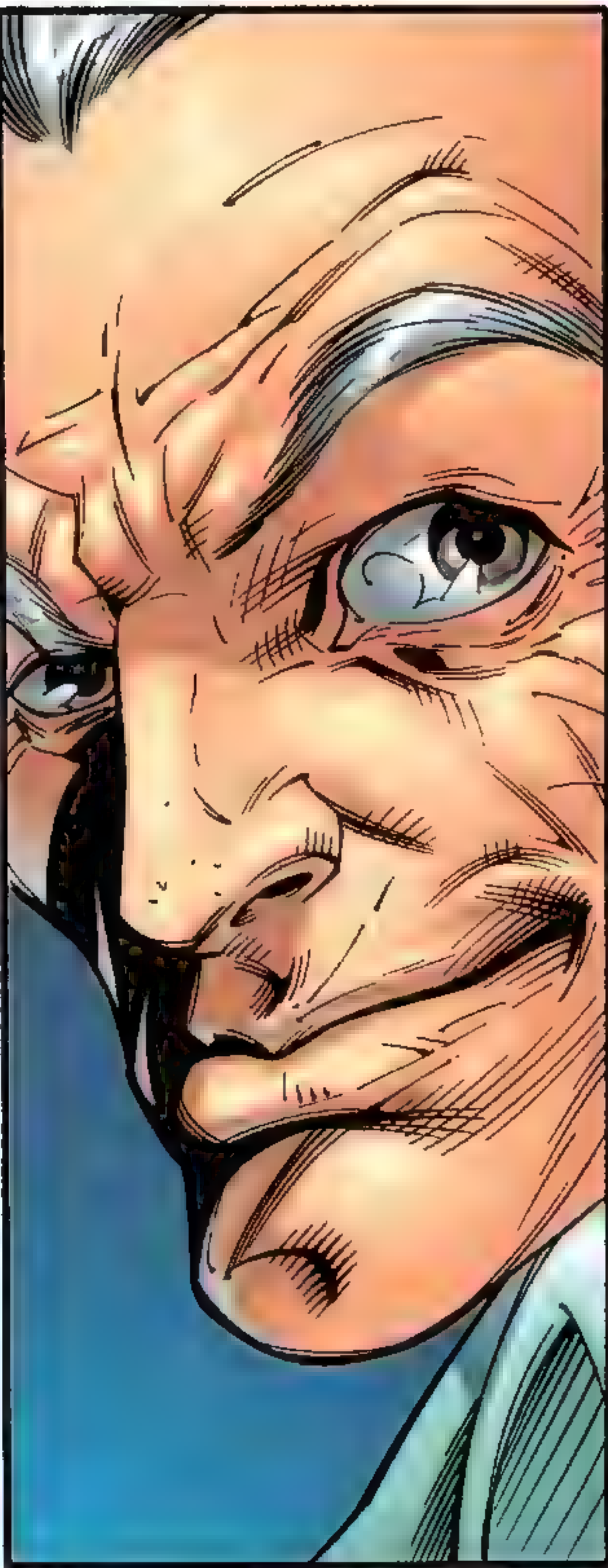










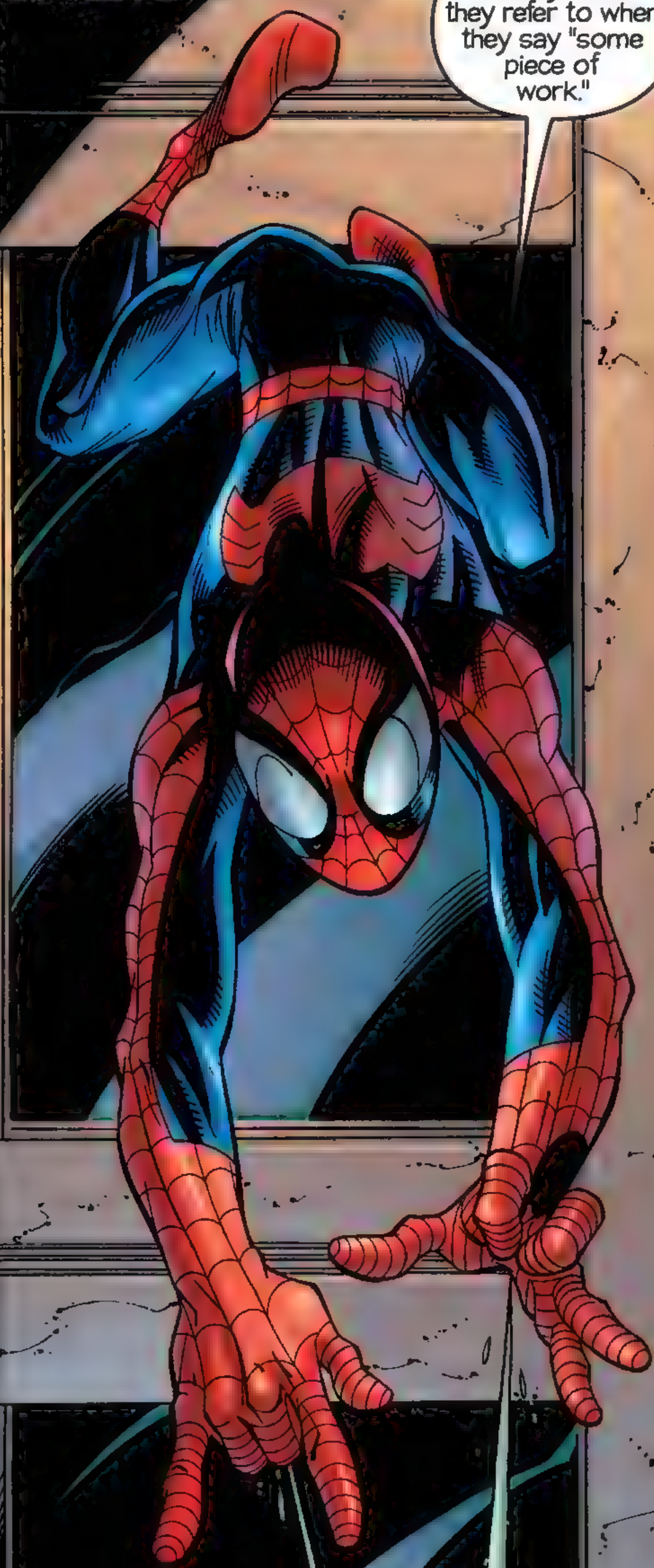






Wow.

You are exactly what they refer to when they say "some piece of work."



Well, it was worth a shot.

I thought you handled that quite well, sir.

Be quiet.

**BOOP**

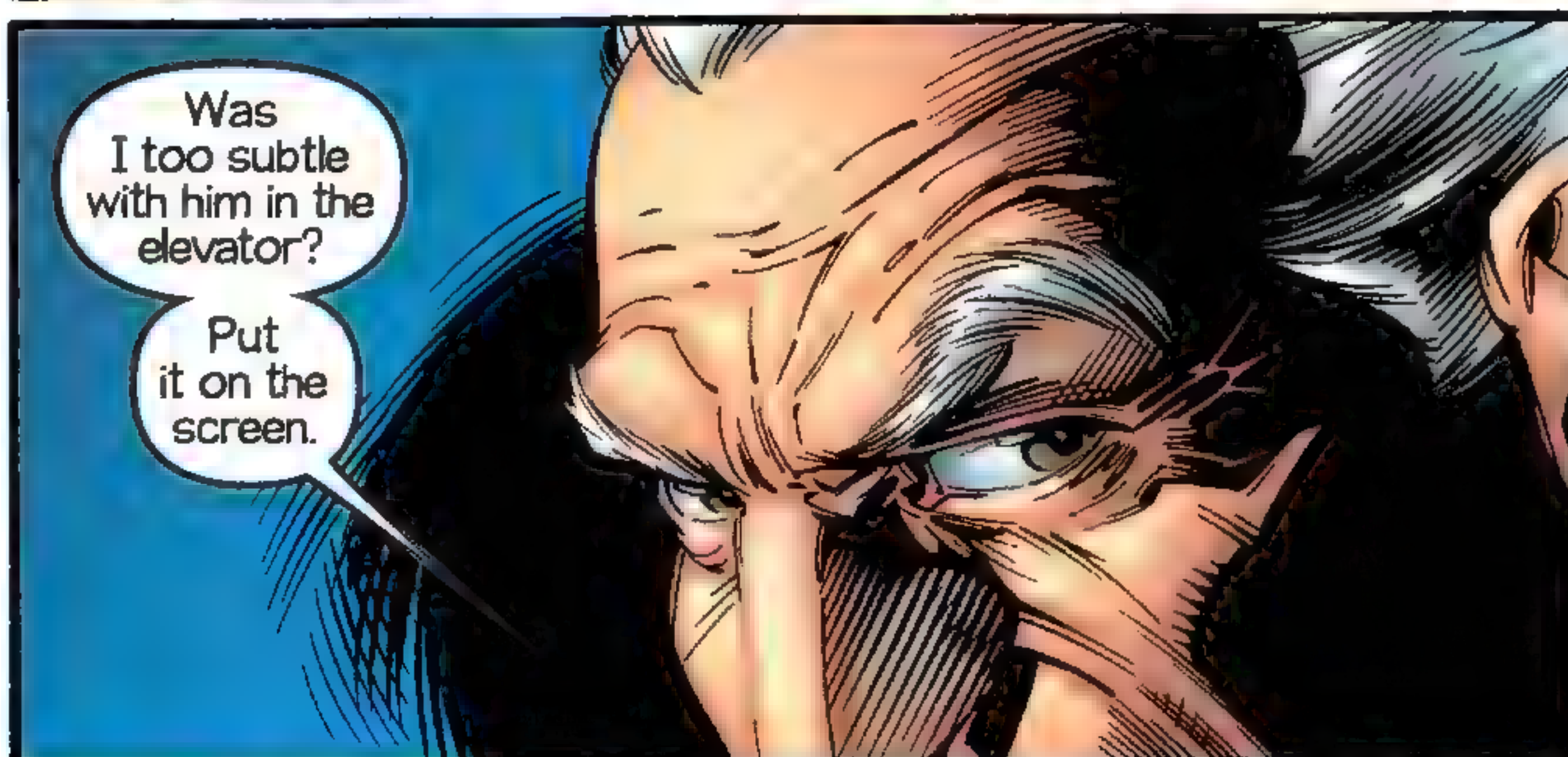


Justin Hammer.

Yes, he's right here.

What?

It's Doctor Skrtic again. He says it's very important.



Was I too subtle with him in the elevator?

Put it on the screen.

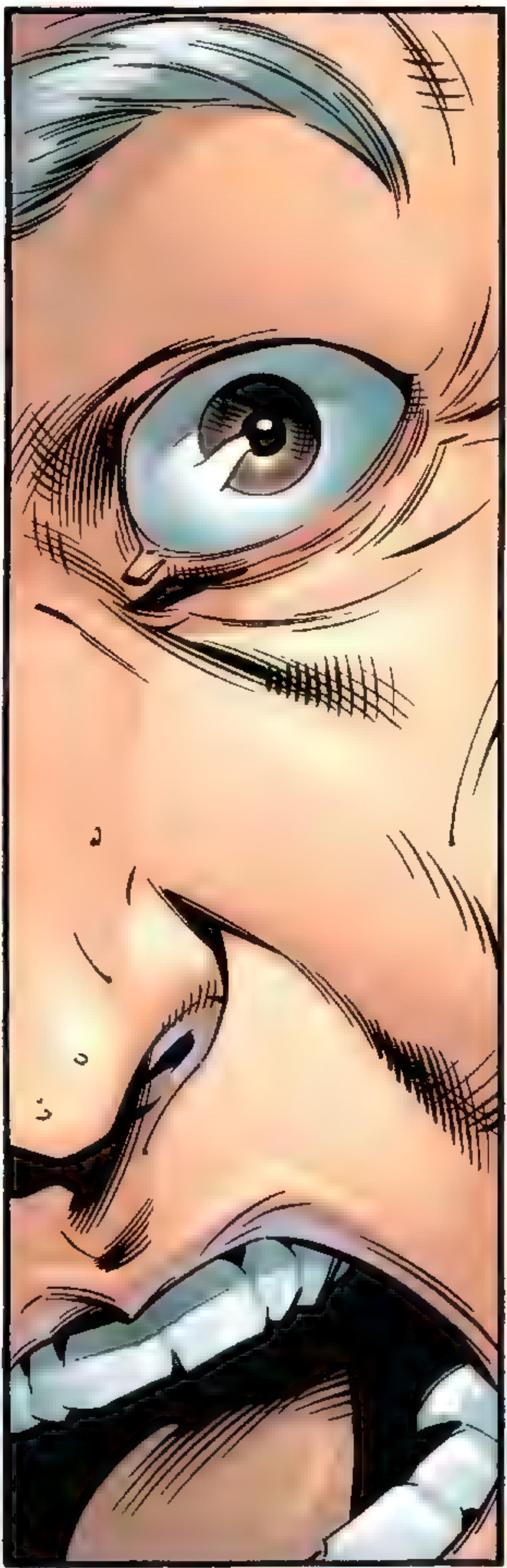
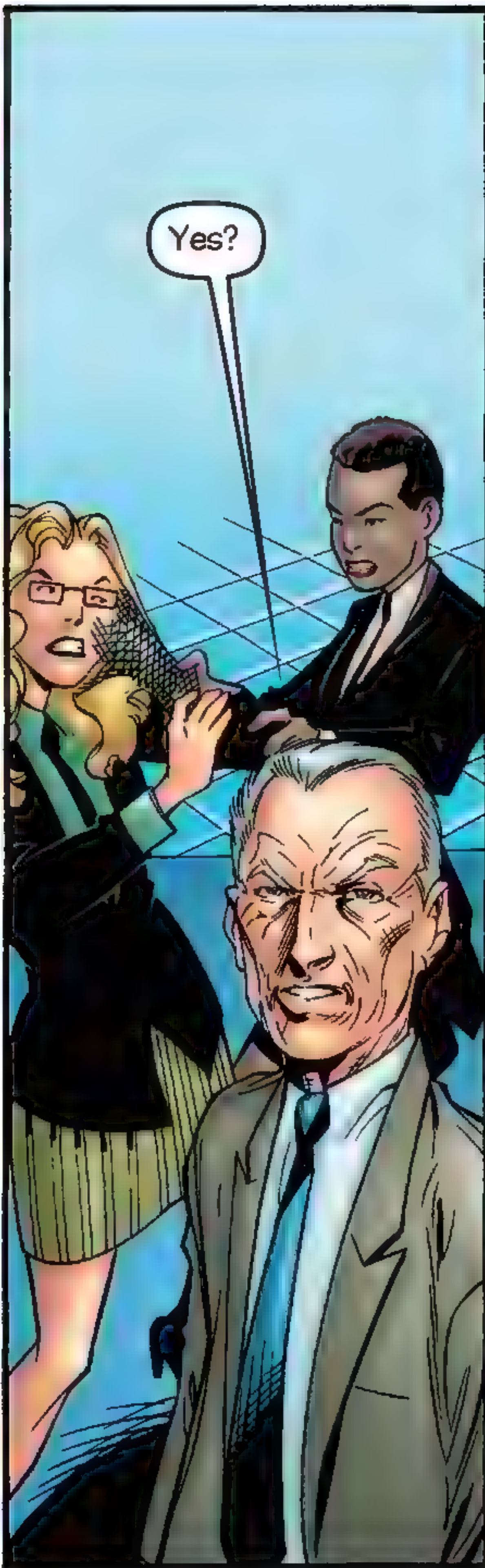


FEED SATELLITE 49-11 DR SKRTIC  
HAMMER IND MED FACILITIES

Are you tryin' to be the focal point of all my rage, Doctah?

Because if so, it's working.









Aaaaahhhh!!!

Otto,  
what-- what  
are you  
doing?

What  
do you think  
I'm doing?



W-what do you  
want from me, Otto?  
I don't even understand  
what this is about!

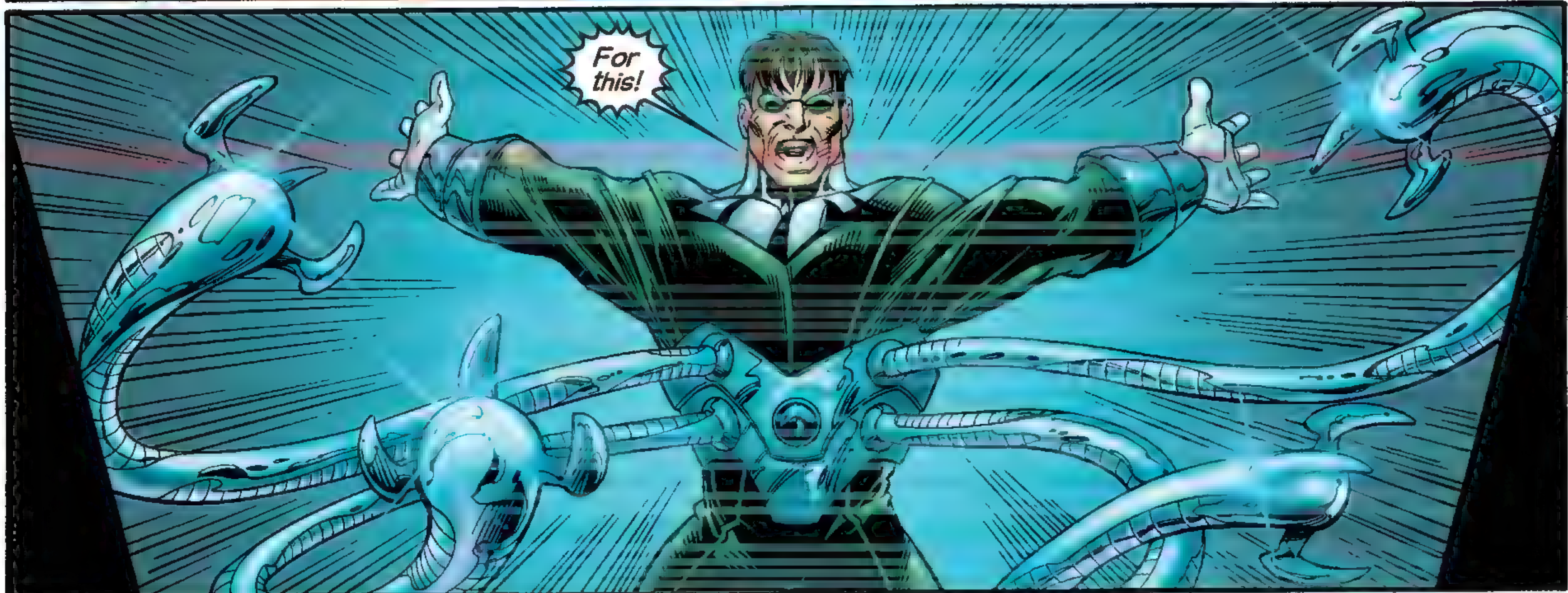
Really?

What's--  
what's happened  
to you? Why  
are you angry  
with me?

It's called  
"payback."

Payback  
for what?

For  
what?



For  
this!



Otto, listen to me,  
I have no idea how you  
got this way! I don't know  
what happened to you.

I don't know why  
you're mad at me. But  
you should know me well  
enough to know that this  
nonsense isn't the way to  
get my attention.

You want to say  
something to me?  
You have a problem  
with me? You tell me  
to my face.

True.

Fine.

Come  
to me  
then.

I'll tell  
you to your  
face.

Let's  
make a  
deal.

You know,  
Otto...

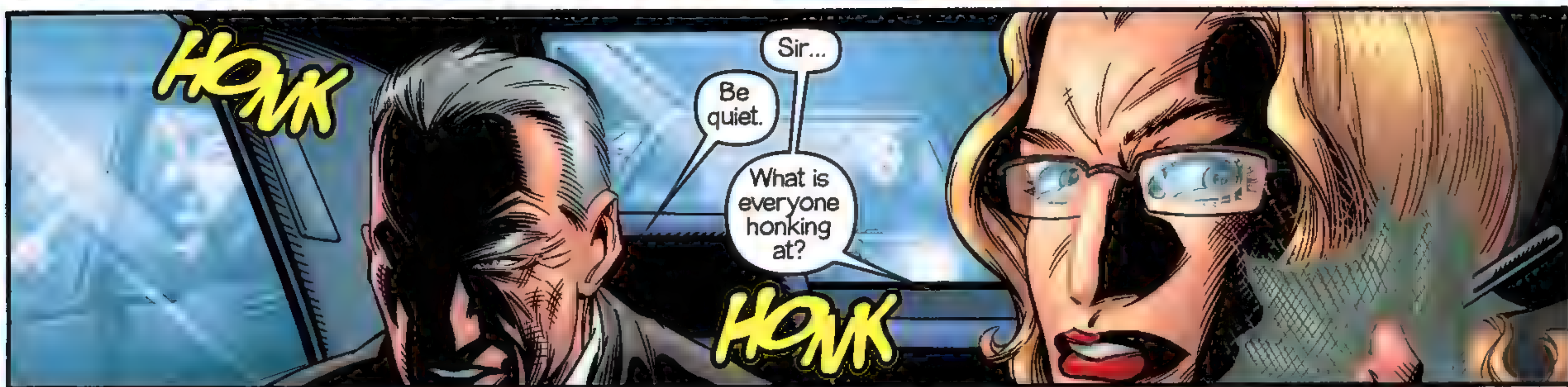
...If you  
harm me...

...you get  
nothing.

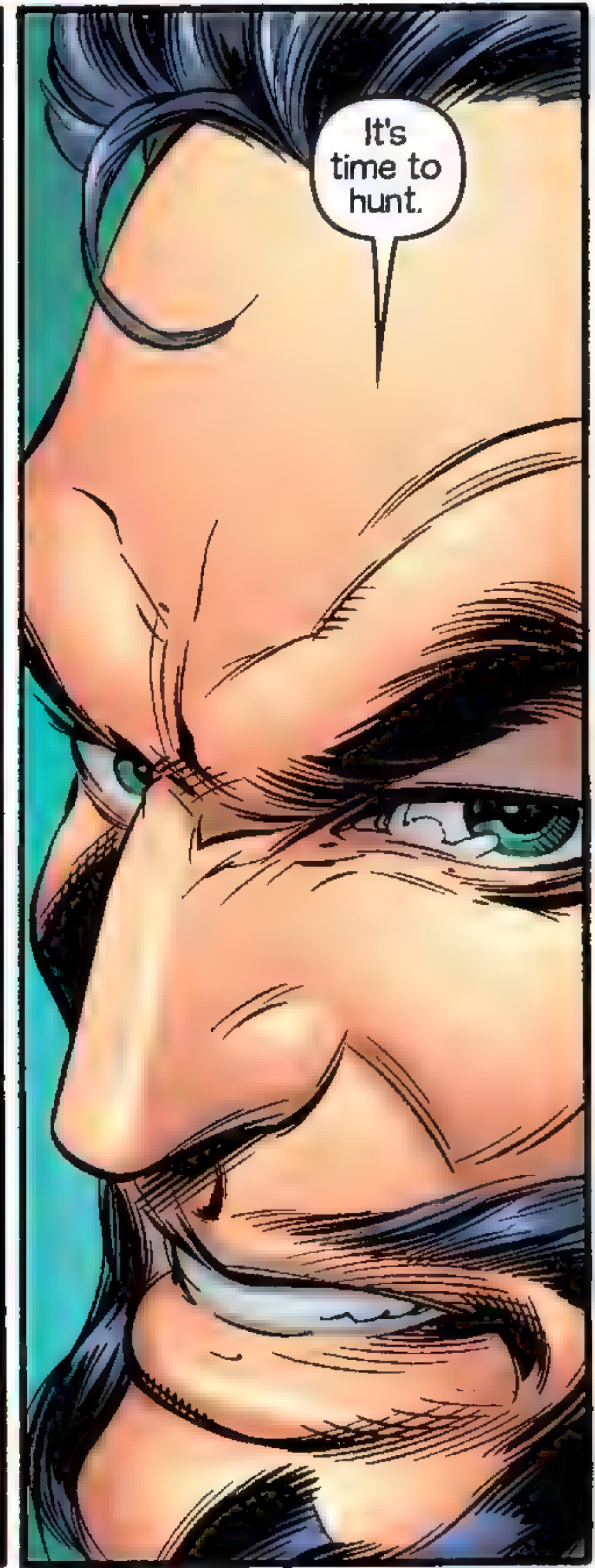
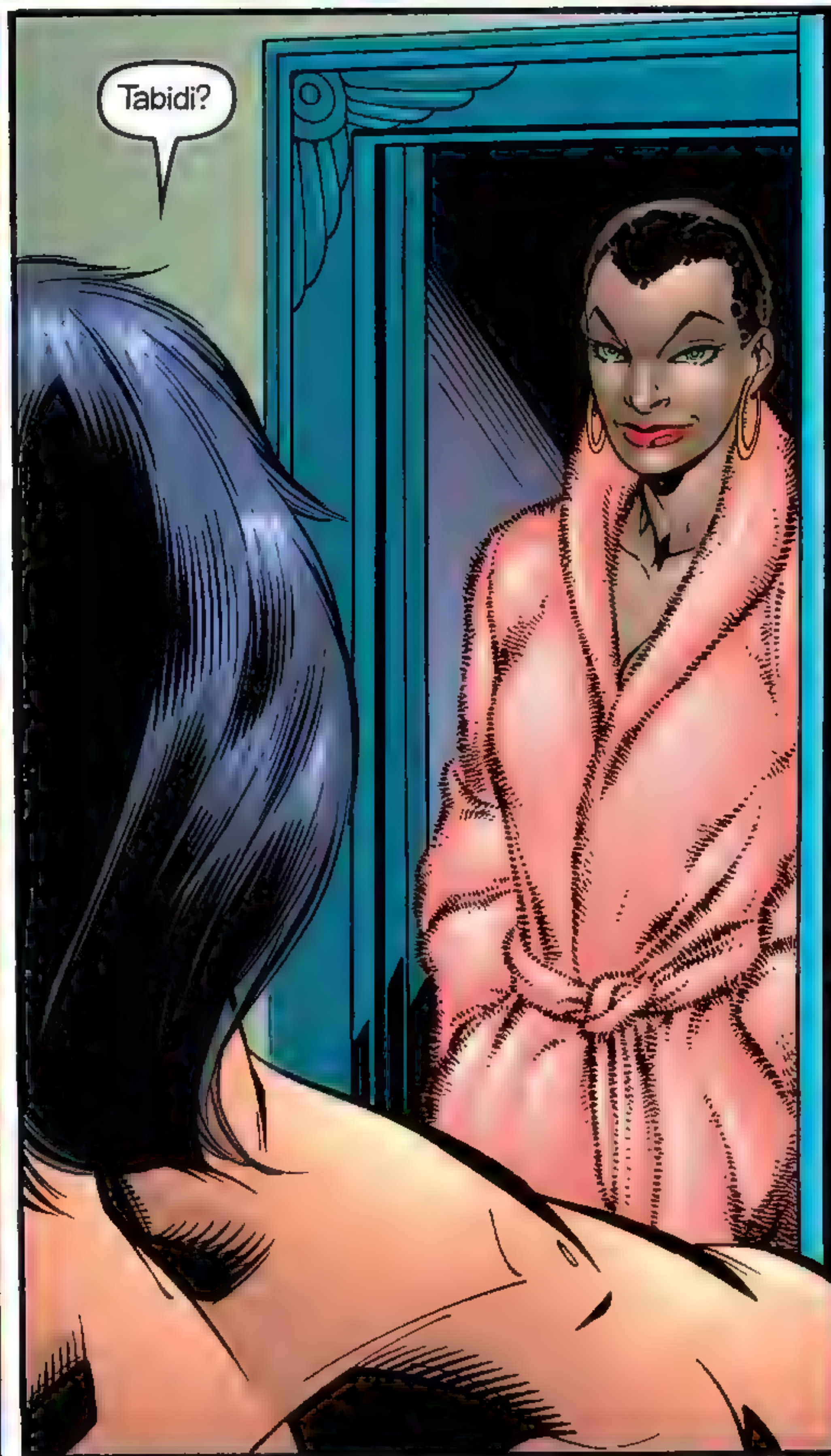
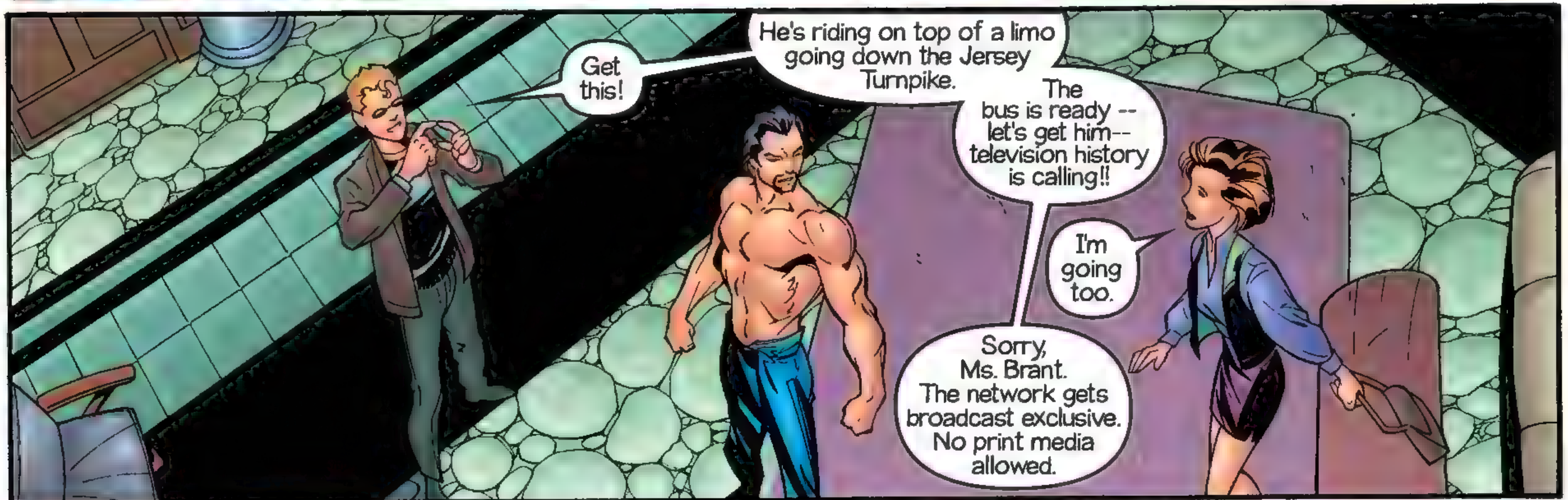
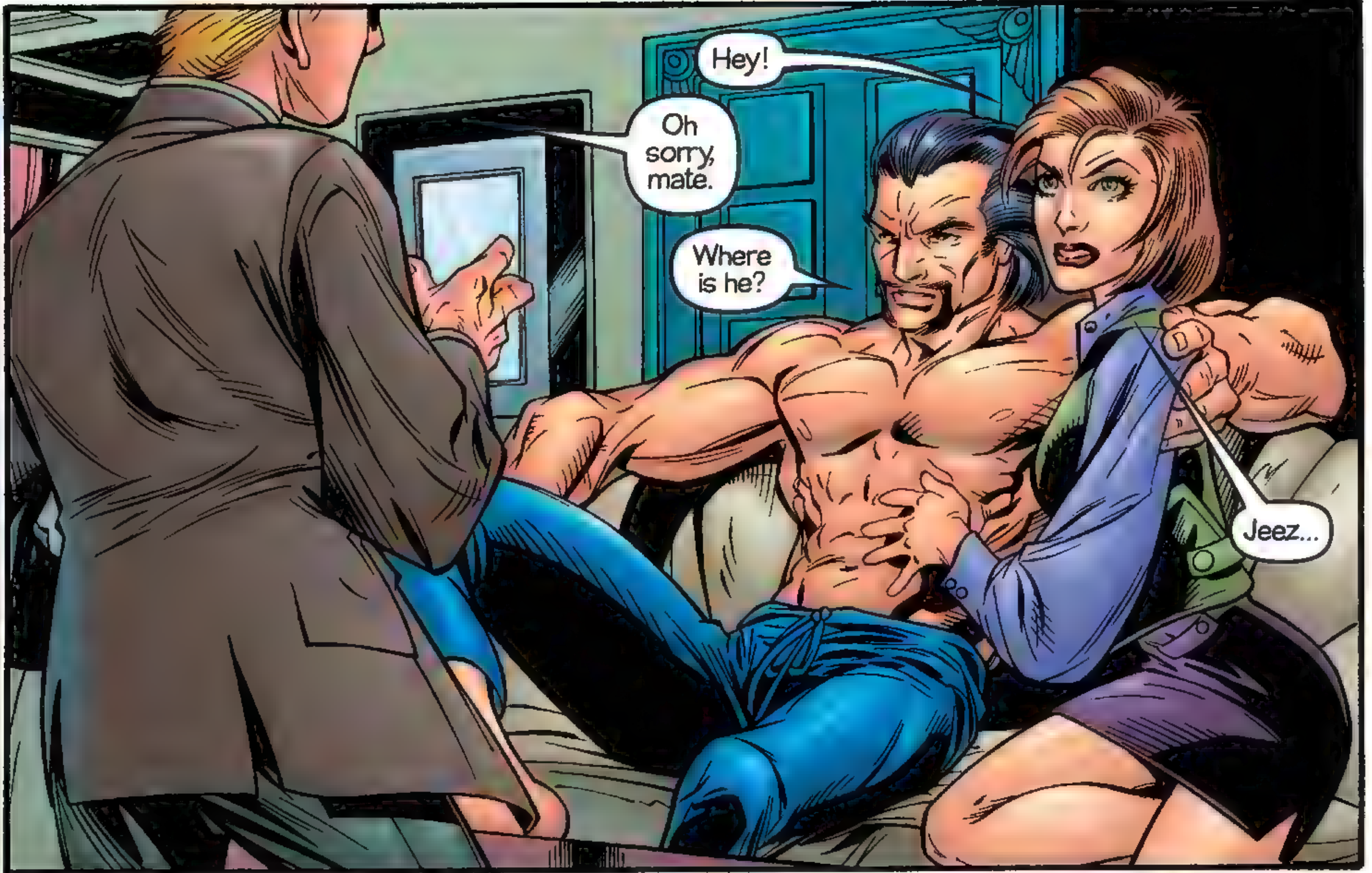
You  
know  
that.

I do.

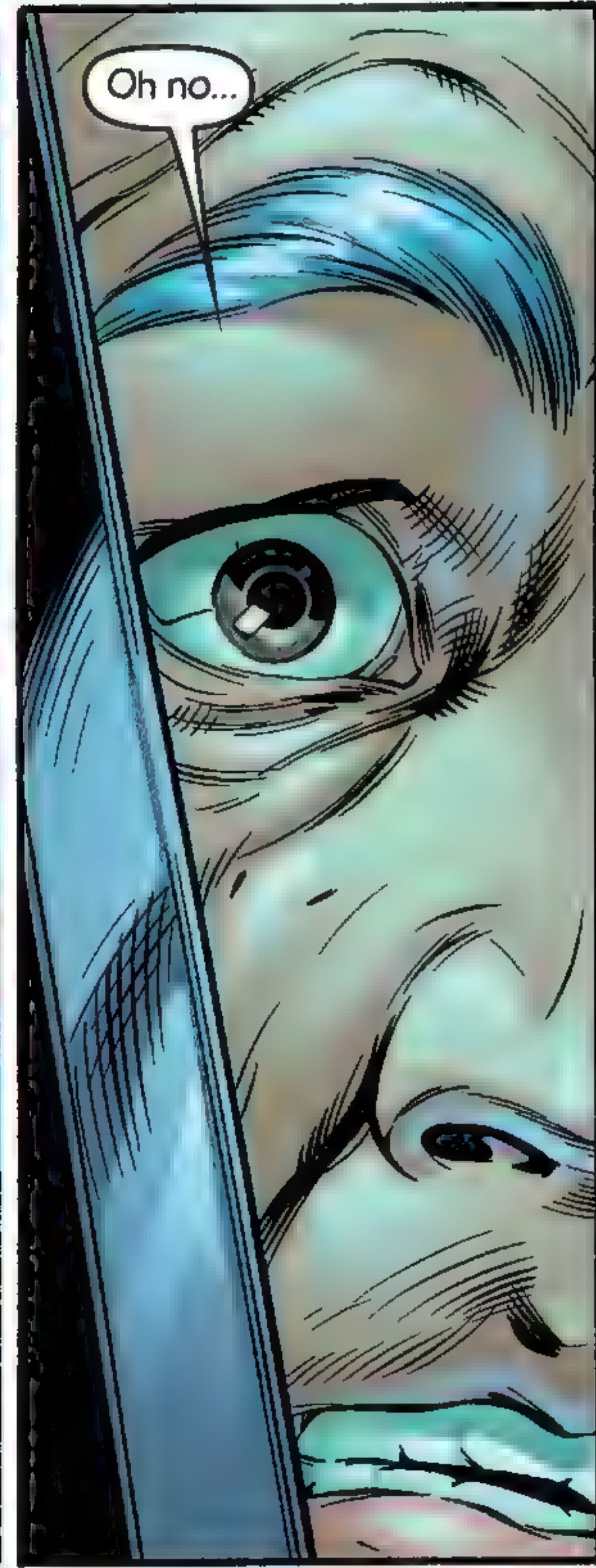
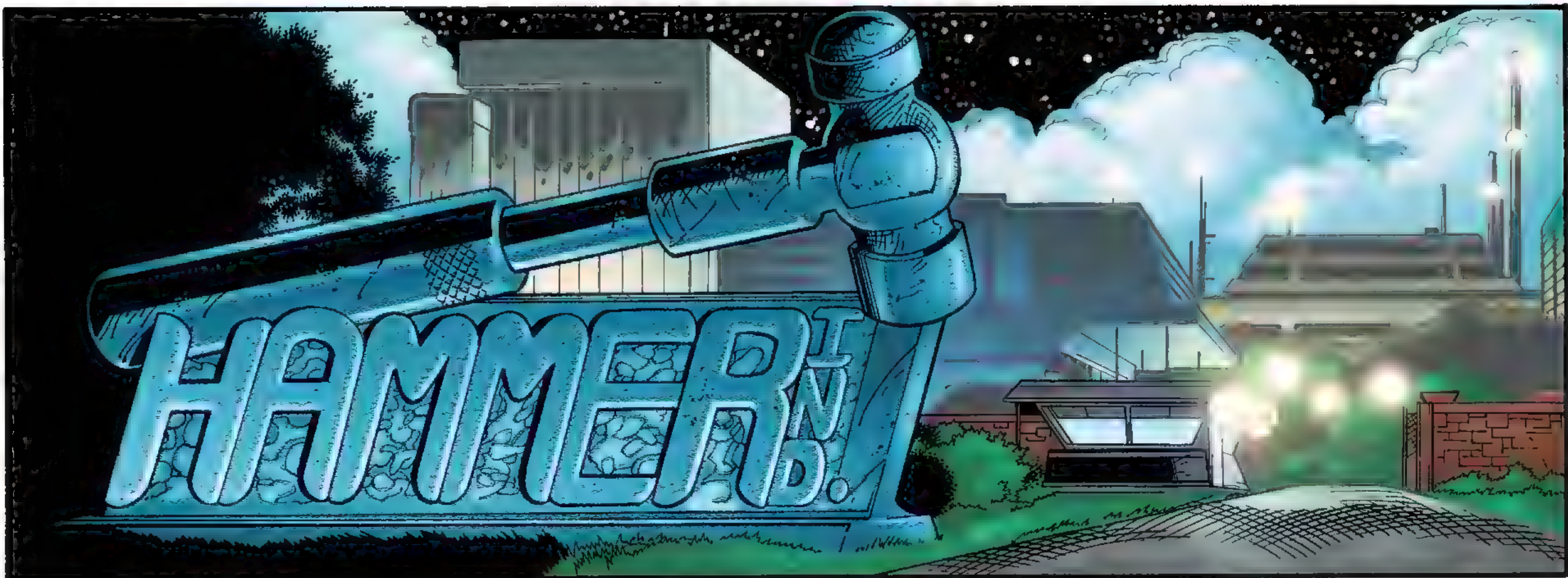
















And there he is,  
ladies and gentlemen  
of the press--

--the man  
who made me what  
I am today--

--the man who  
turned my life  
into the *horror*  
you see before  
you.

Any  
questions?

**TO BE  
CONTINUED**



ULTIMATE

SPIDER-MAN®

ISSUE

20

LIVE



BENDIS  
BAGLEY  
THIBERT

MARVEL®





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Okay, you ready?

Hold on...yeah.

Aaaand... action!



And here we are--the hunt is almost over.



We have just received word from our local affiliate here in New York City that *Spider-Man*--Kraven the Hunter's elusive prey--has been spotted in the wilds of New Jersey.

He was last seen riding on top of a limousine down the Jersey turnpike.



The unidentified limo has reportedly pulled into a factory owned by famous entrepreneur Justin Hammer--

--where a rather odd bloke named Otto Octavius, who has been in the headlines for the last couple of days, has called an impromptu press conference of some kind.

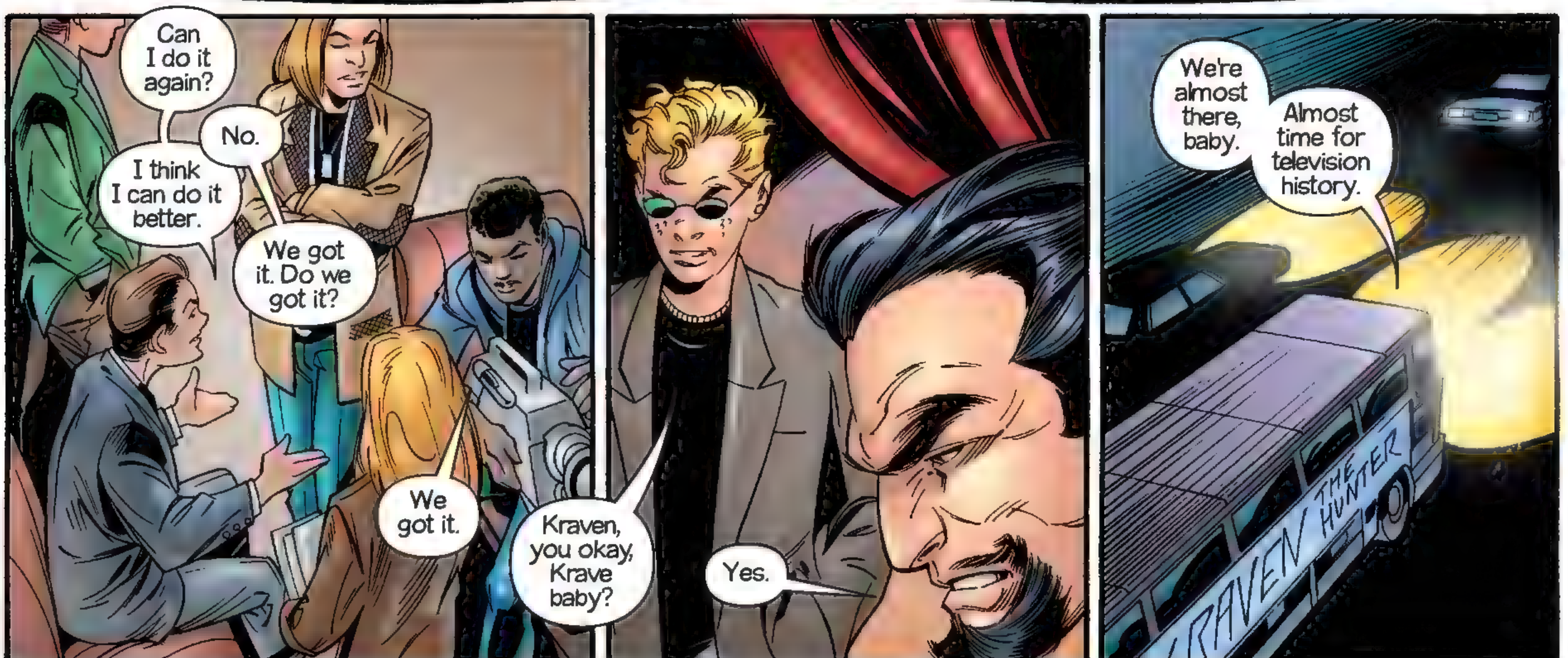
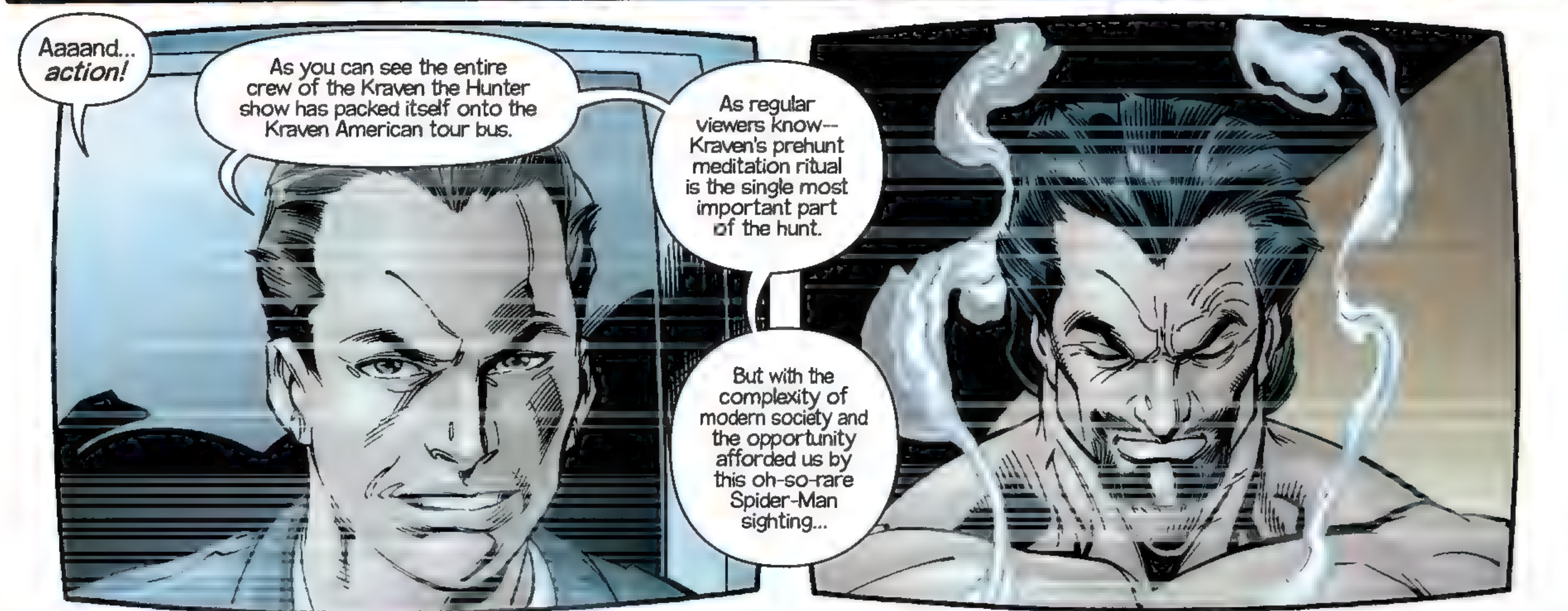


We don't know the story behind this Octavius fellow yet--but as this is a pre-taped broadcast and as the press conference is going on even as we speak...

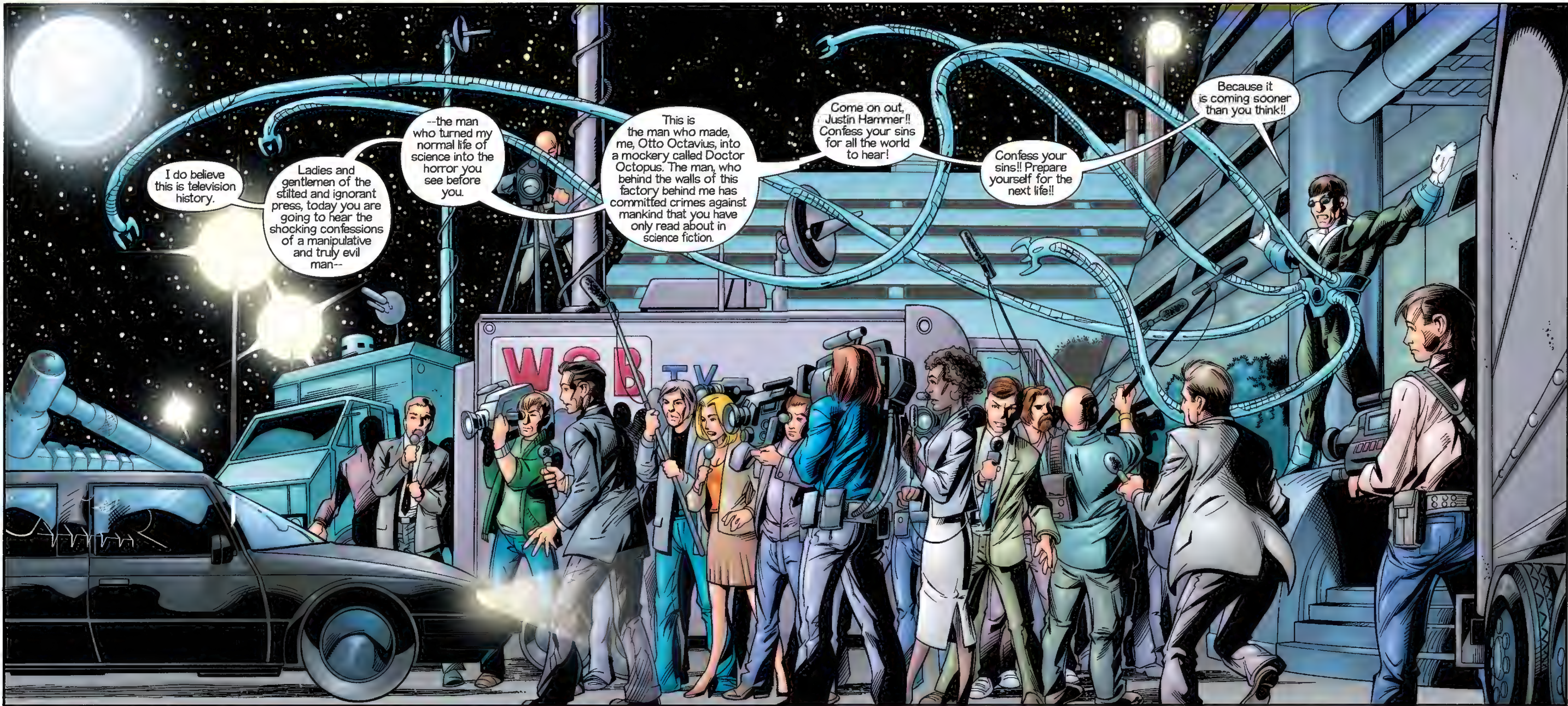
...by the time you see this broadcast all should be made clear to all of us about just what--

cut!









I do believe this is television history.

Ladies and gentlemen of the stilted and ignorant press, today you are going to hear the shocking confessions of a manipulative and truly evil man--

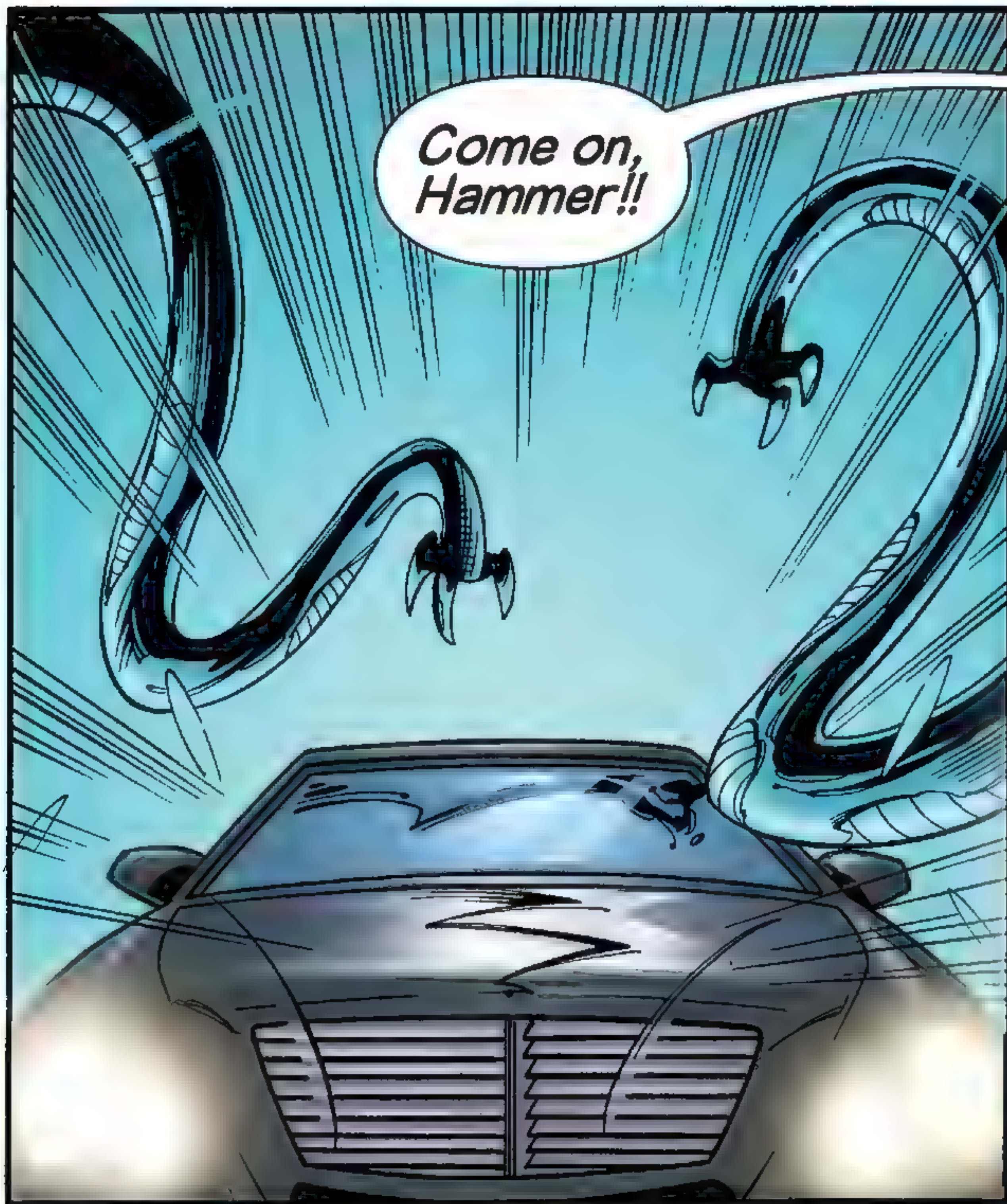
--the man who turned my normal life of science into the horror you see before you.

This is the man who made, me, Otto Octavius, into a mockery called Doctor Octopus. The man, who behind the walls of this factory behind me has committed crimes against mankind that you have only read about in science fiction.

Come on out, Justin Hammer!! Confess your sins for all the world to hear!

Confess your sins!! Prepare yourself for the next life!!

Because it is coming sooner than you think!!



Come on, Hammer!!



Come on out and talk to your adoring public!

Control room standing by? Are you getting this?



Come on, Hammer! All those yammering, self-serving press conferences you throw yourself--

-- and now, finally, you have something to talk about, and you're being shy?



Sir, please...

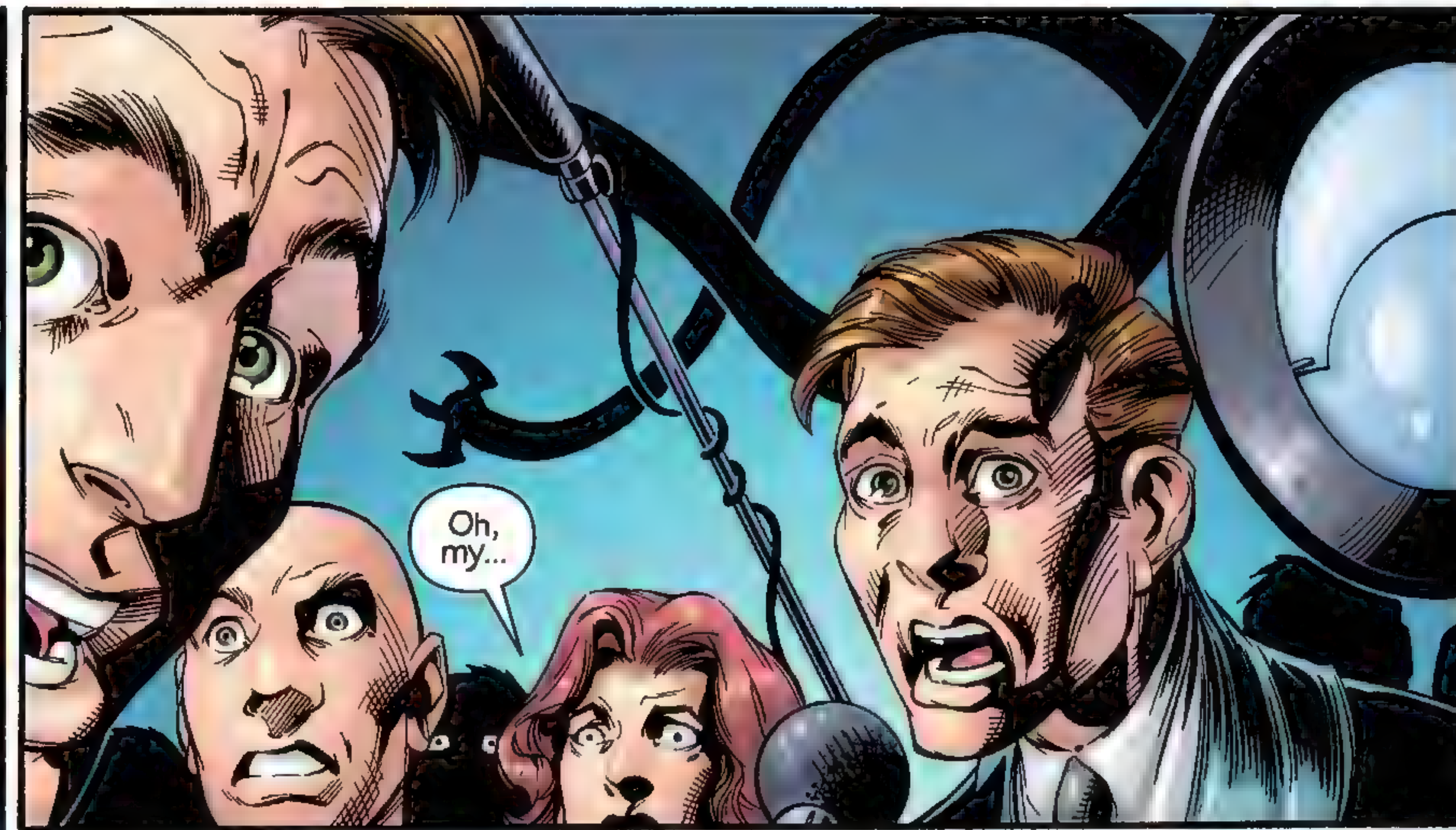
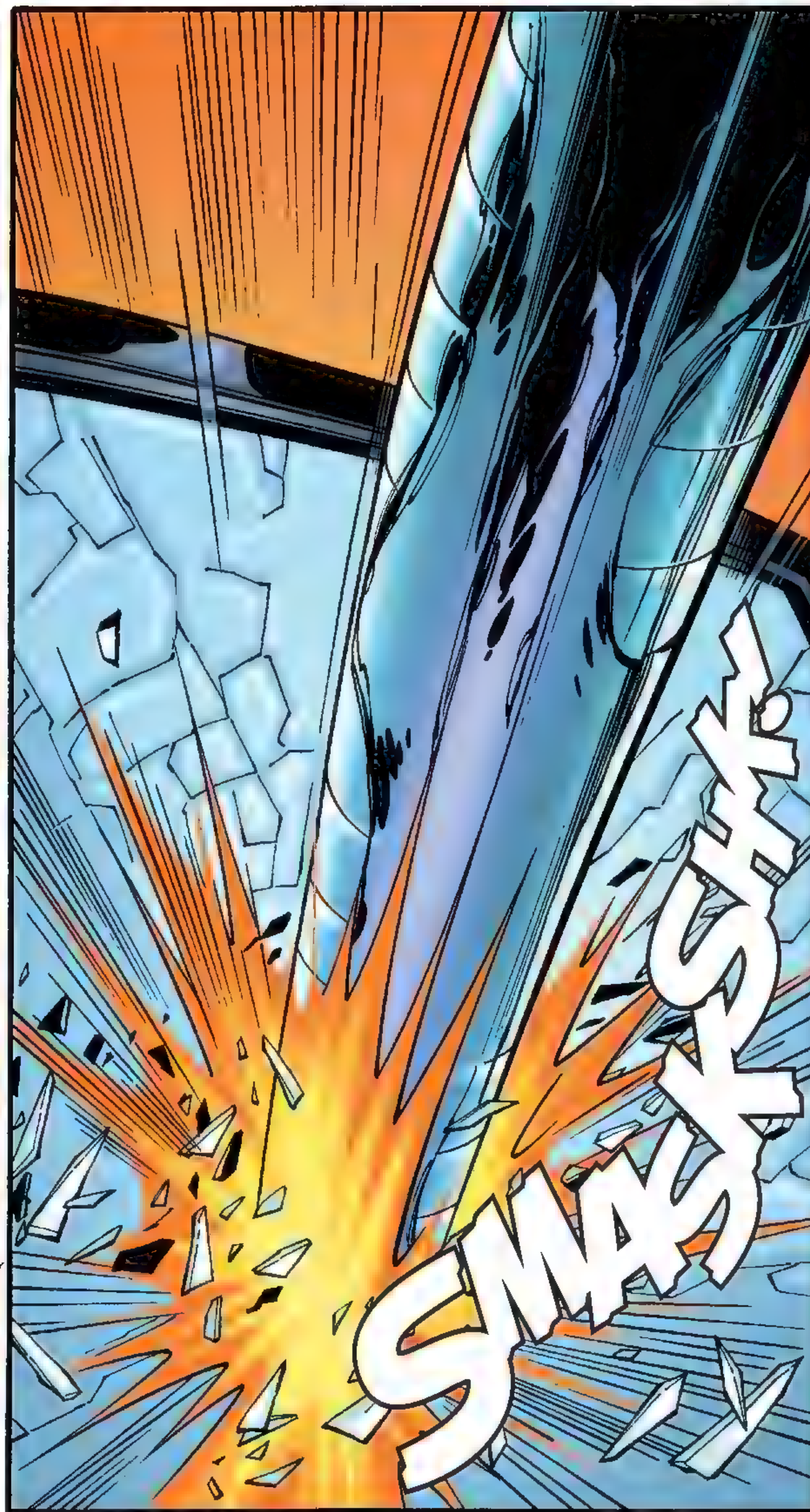
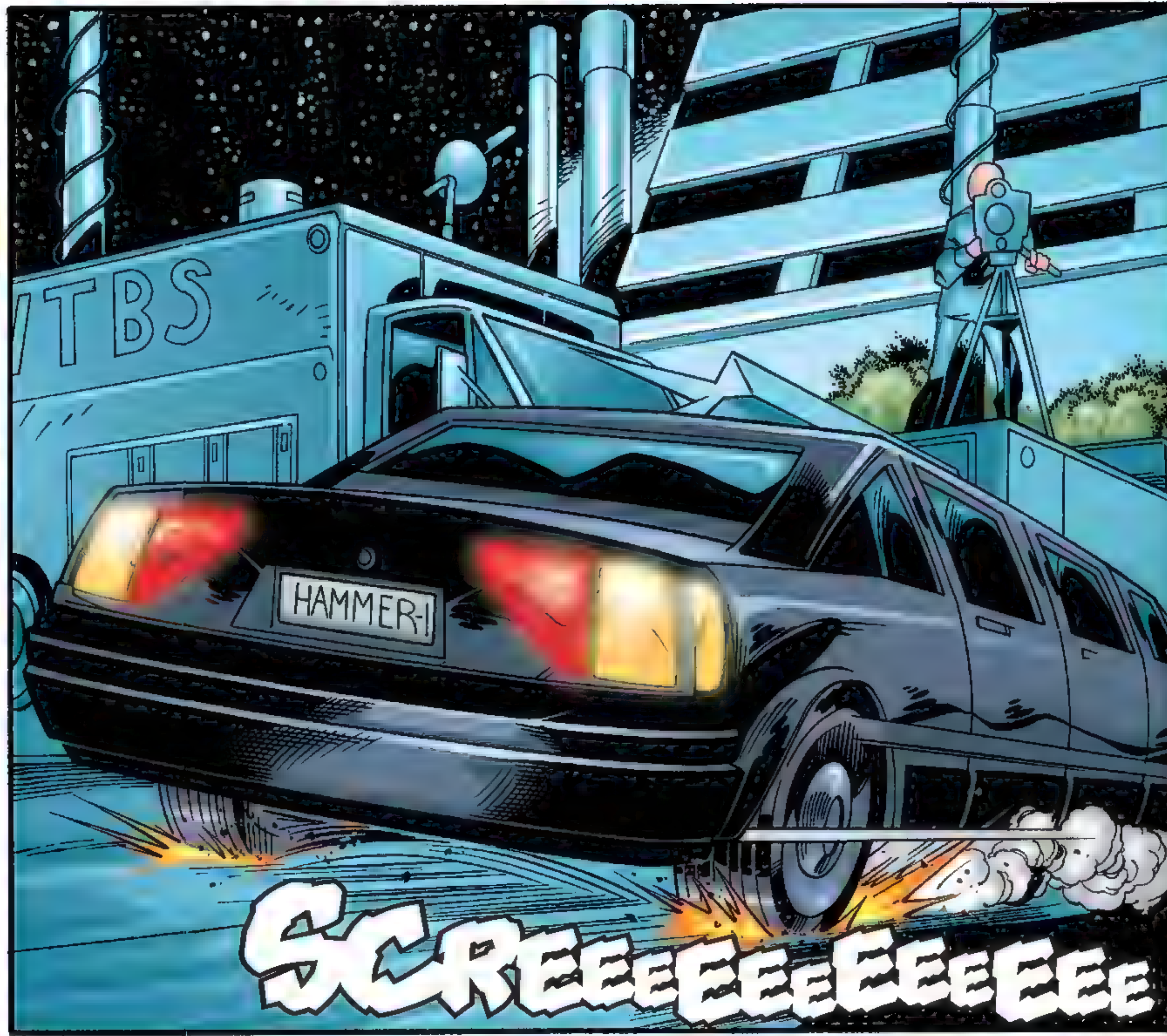
...I can turn this boat around and get us out of here.

TAP!

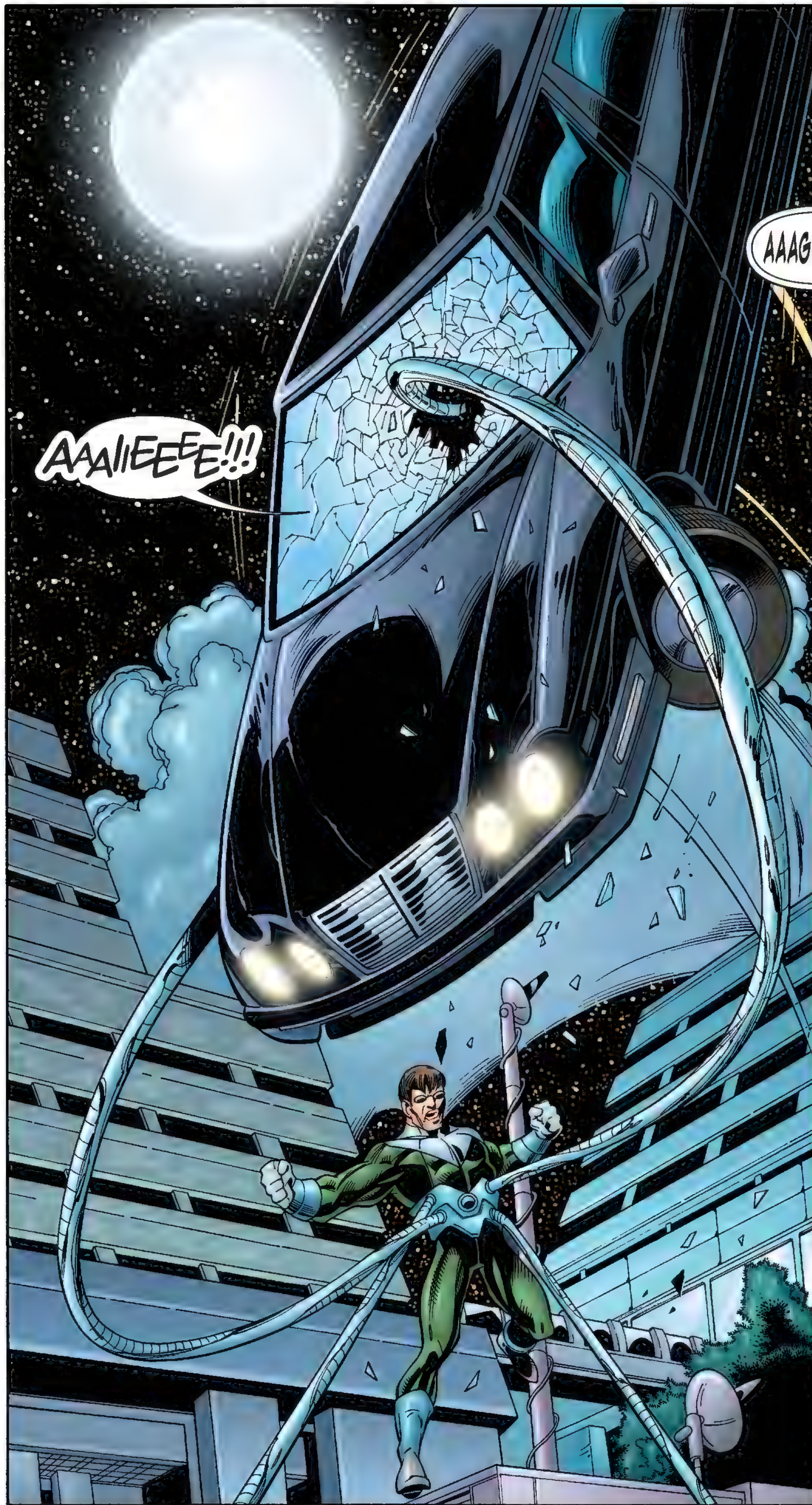
TAP!

TAP!

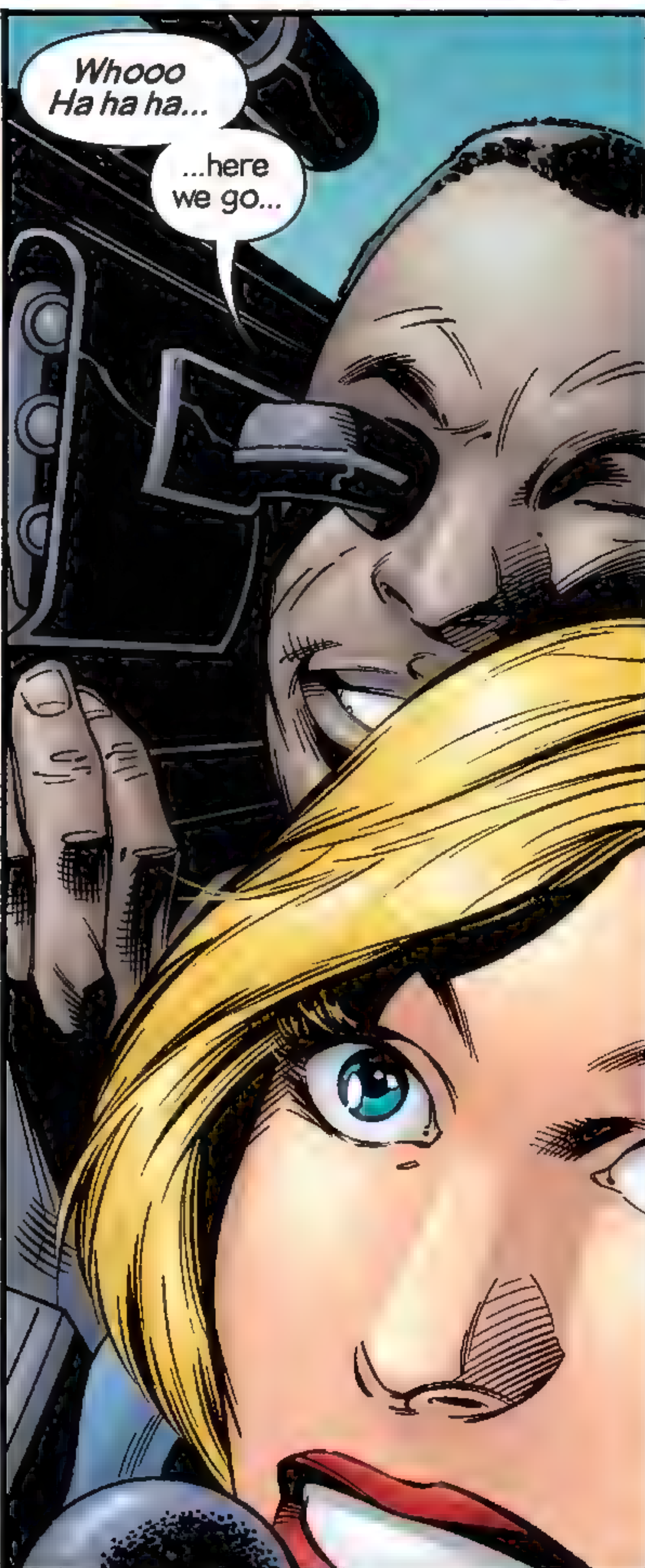
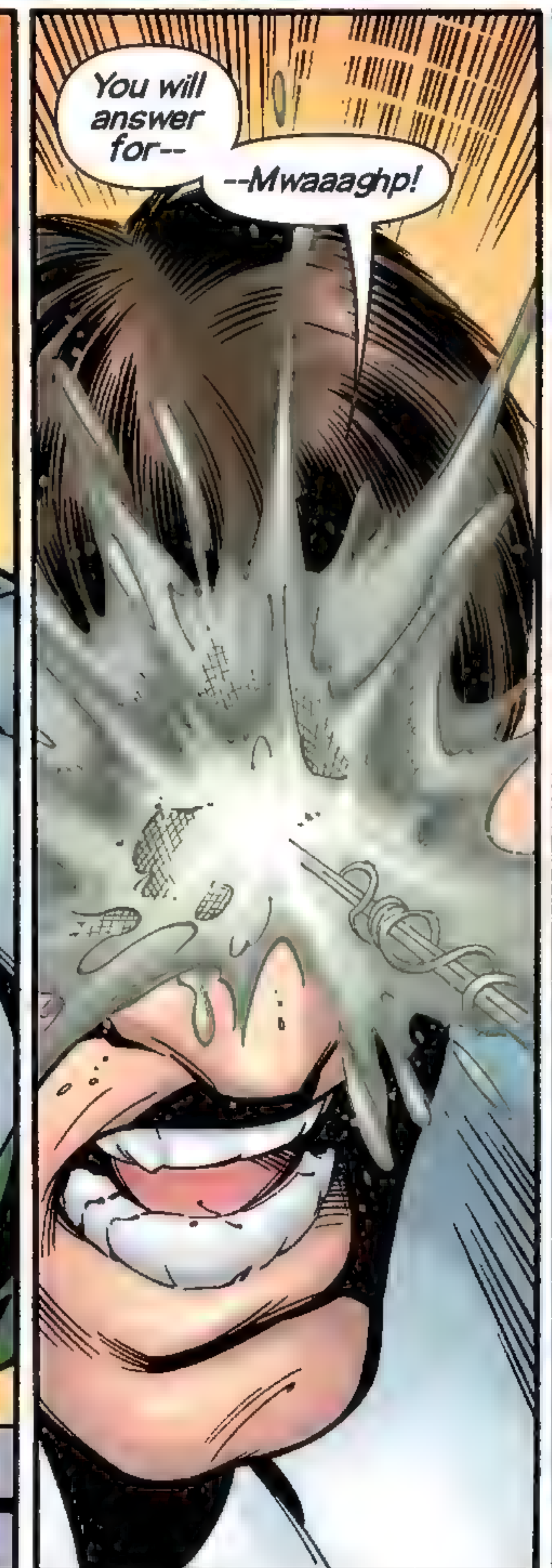
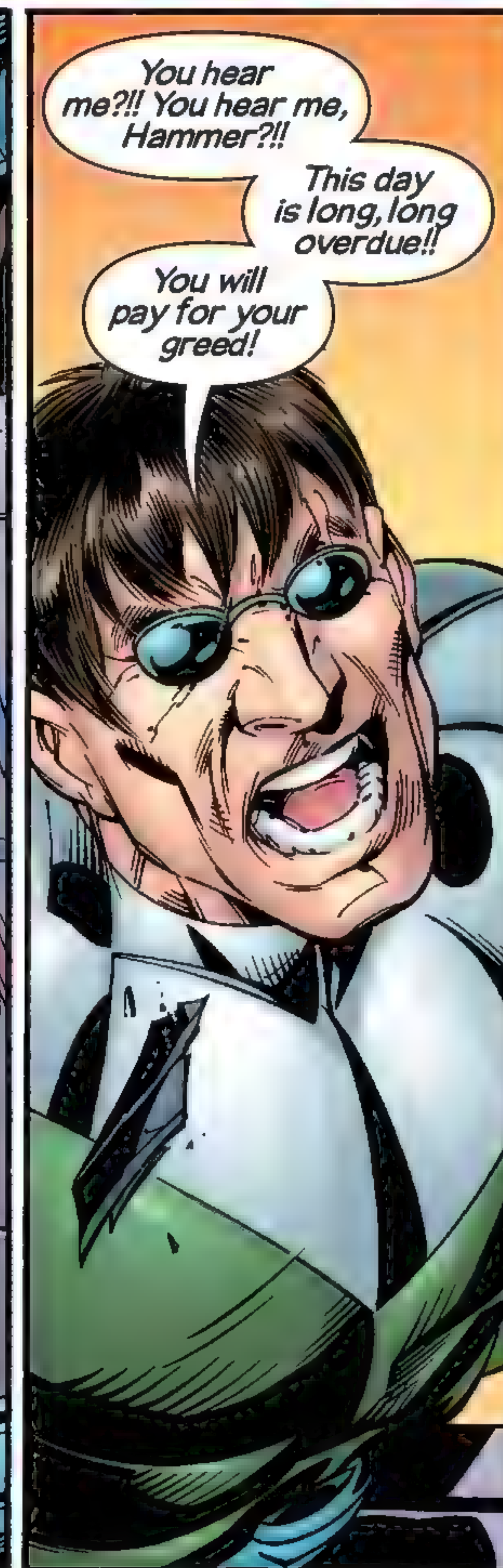








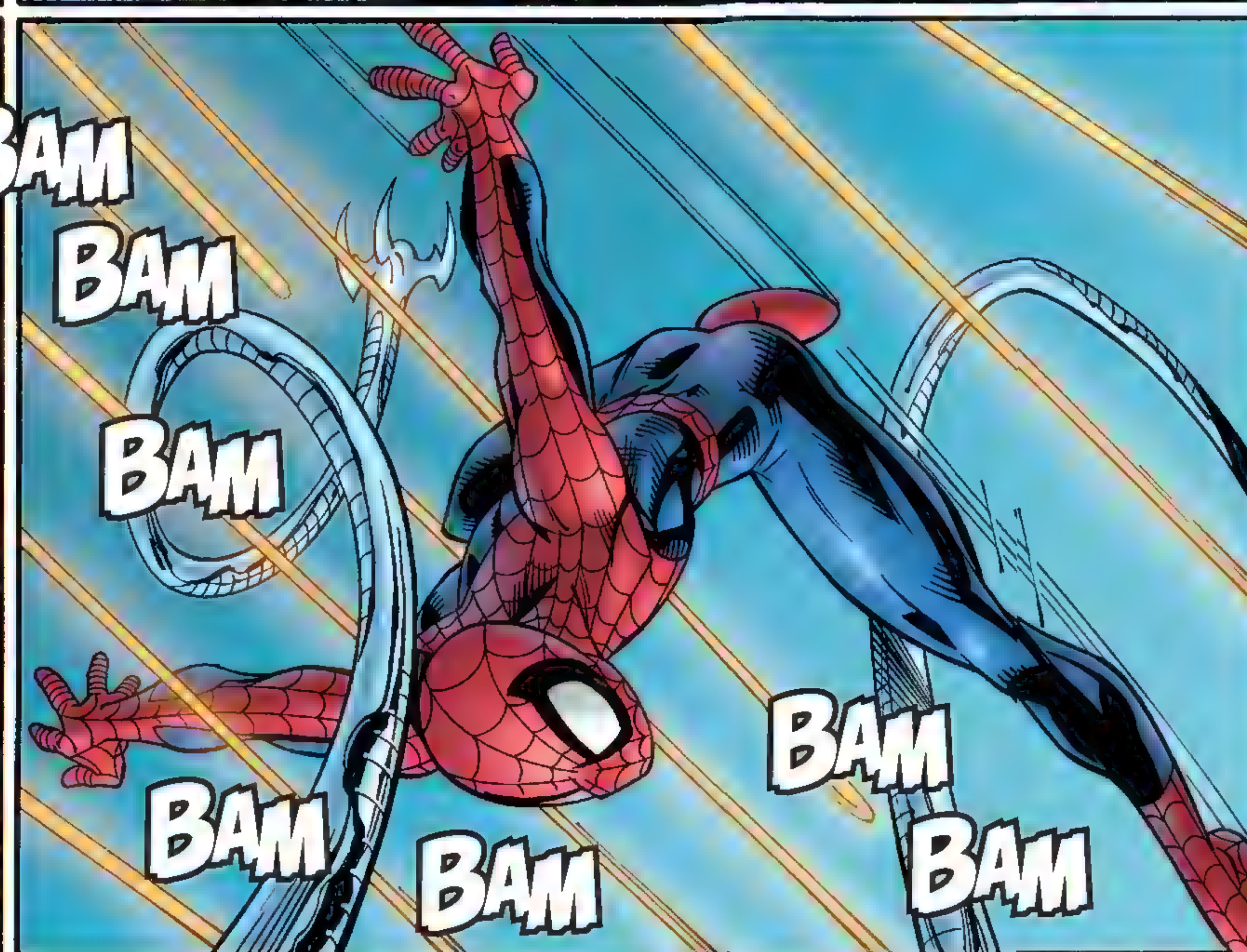
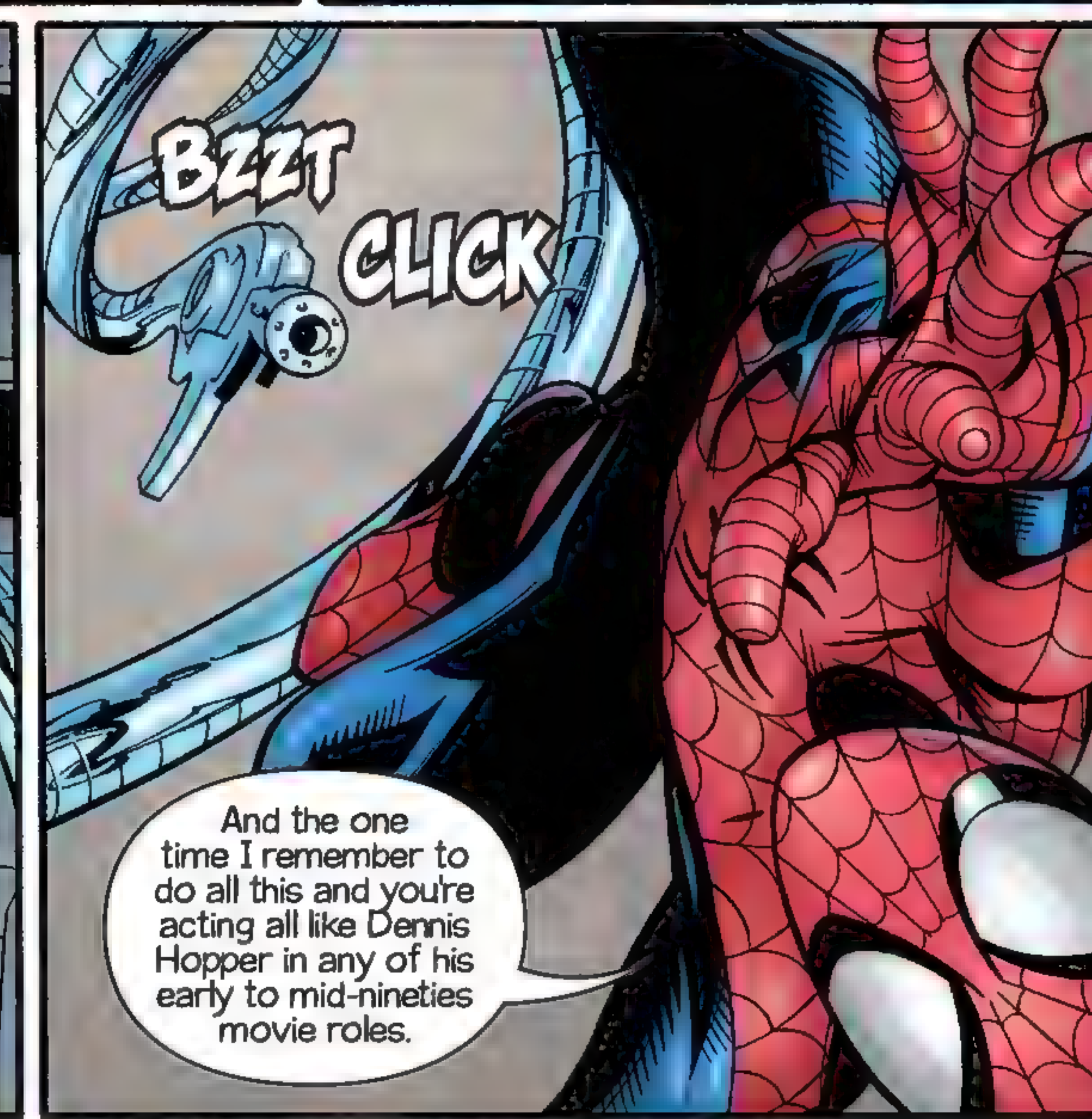
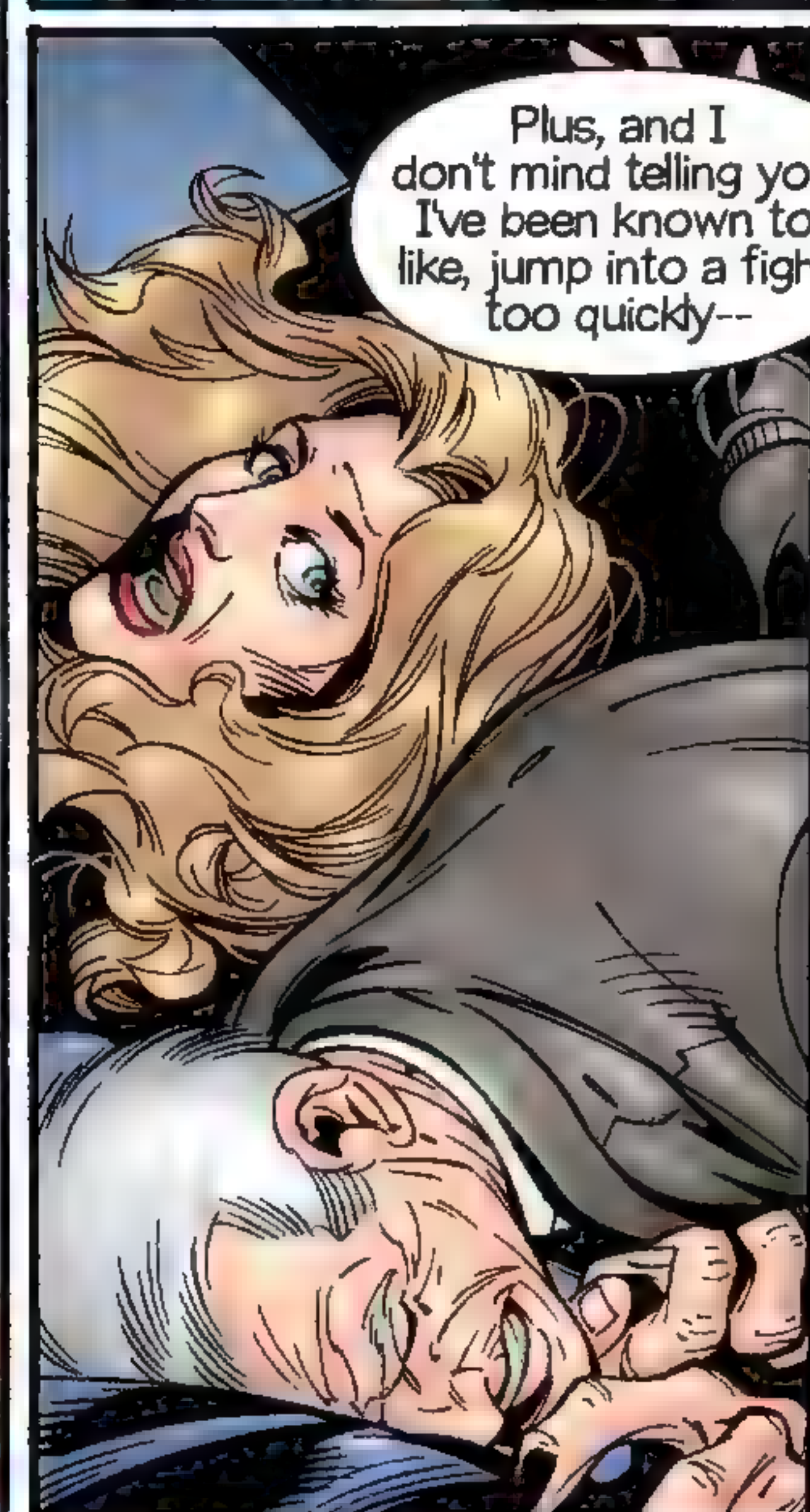
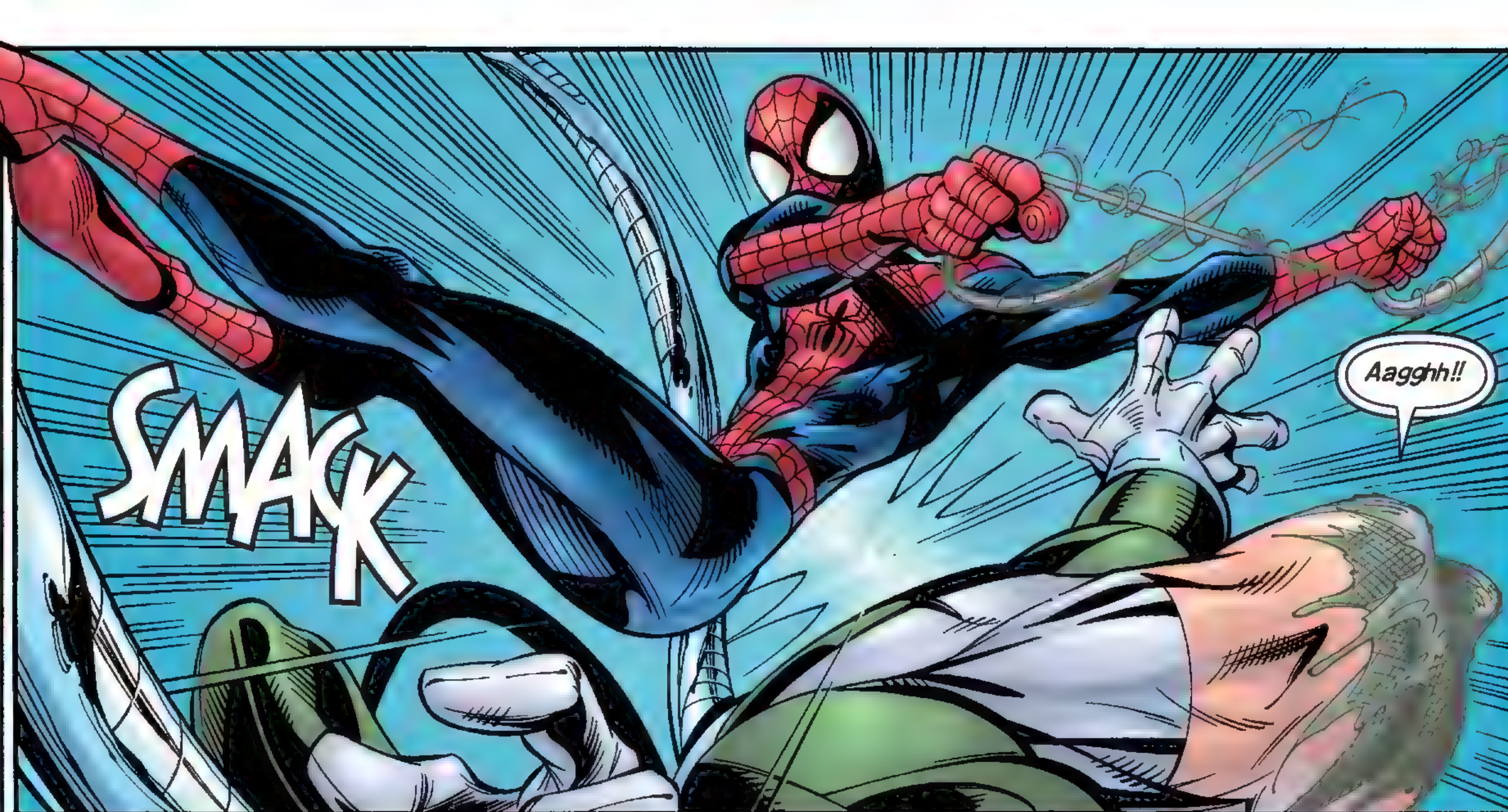
AAAGGGYYY!  
AAIIIEEE!!



You will answer for--  
--Mwaaagh!

Whooo  
Ha ha ha...  
...here we go...







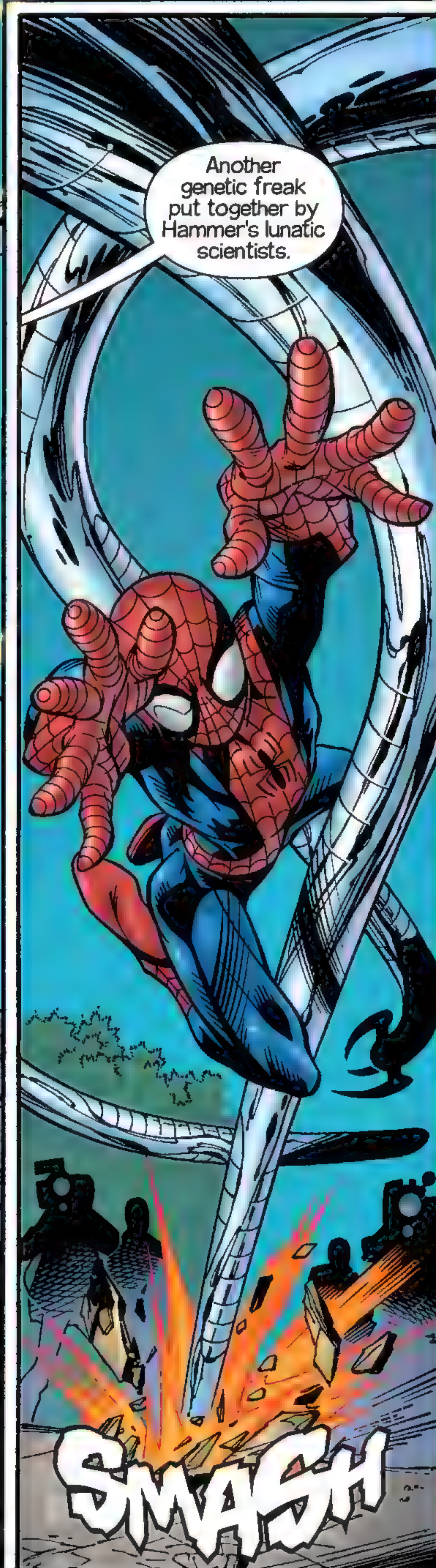


**BAM**

Well, yikes  
and all that,

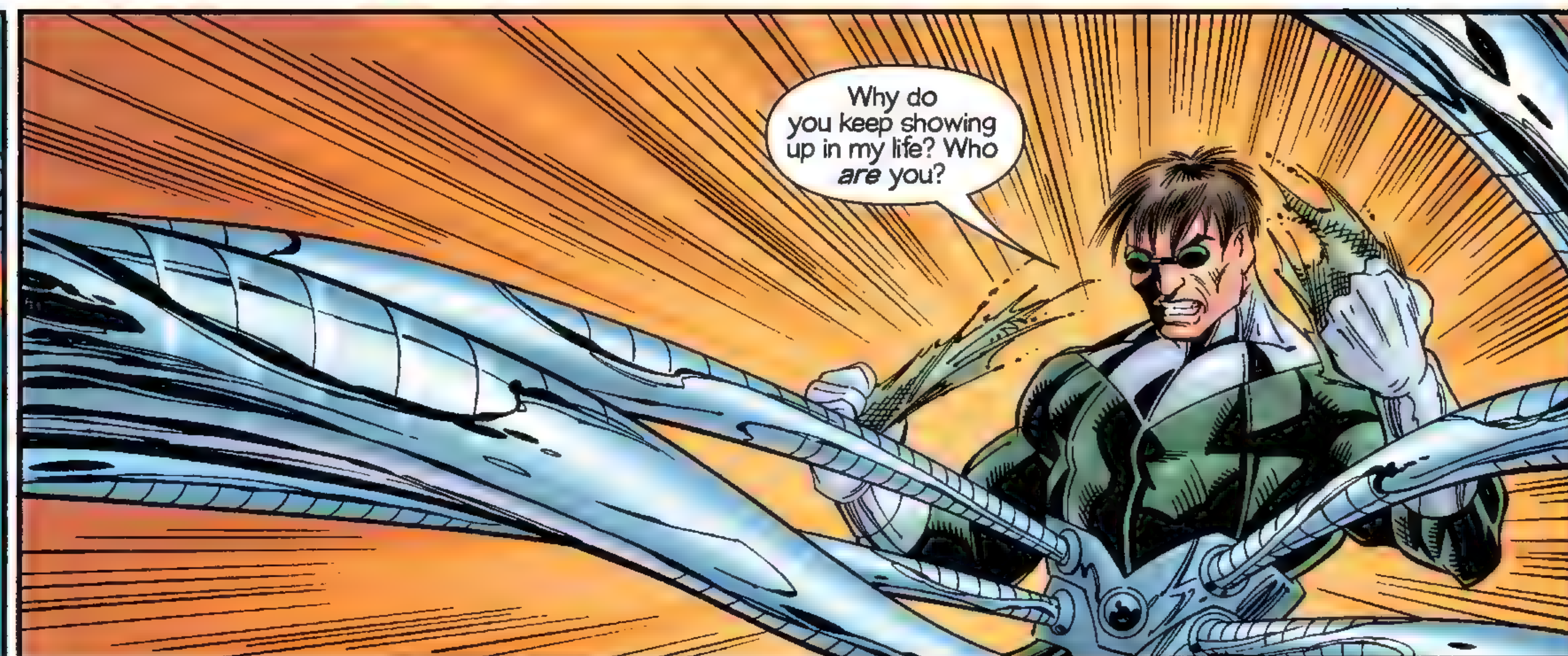
I didn't  
know you  
could open  
fire, now  
did I?

**BAM BAM**

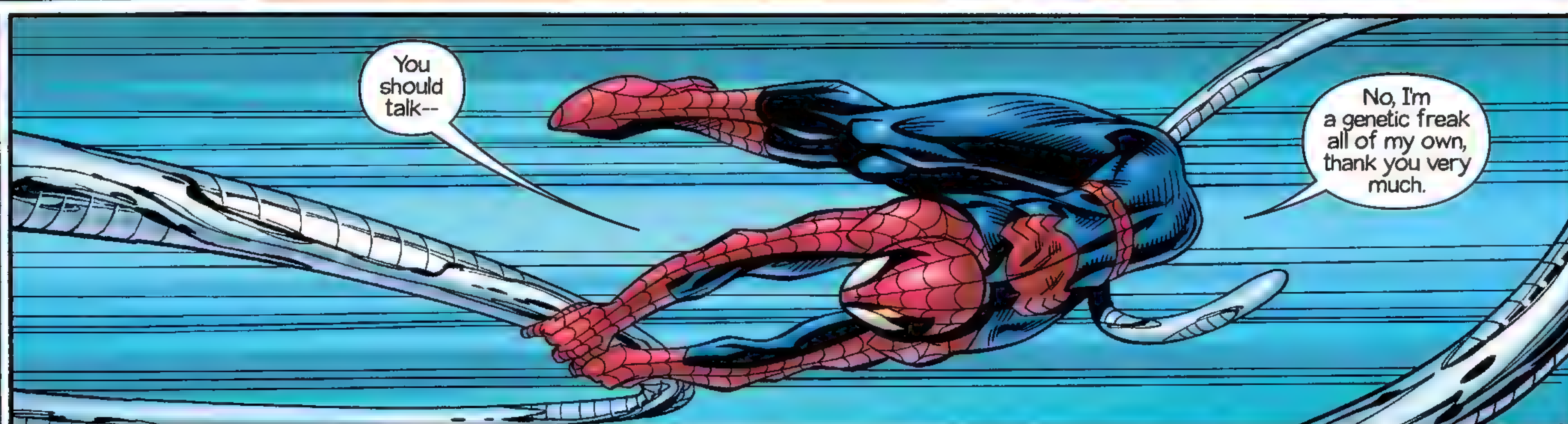


Another  
genetic freak  
put together by  
Hammer's lunatic  
scientists.

**SMASH**



Why do  
you keep showing  
up in my life? Who  
are you?



You  
should  
talk--

No, I'm  
a genetic freak  
all of my own,  
thank you very  
much.



You are a  
nuisance and I  
will have *no*  
*more* of it!

See, look at  
this: you don't  
have to be a  
lunatic...

...you could  
rent yourself  
out as a children's  
ride, you don't  
have to be  
all...



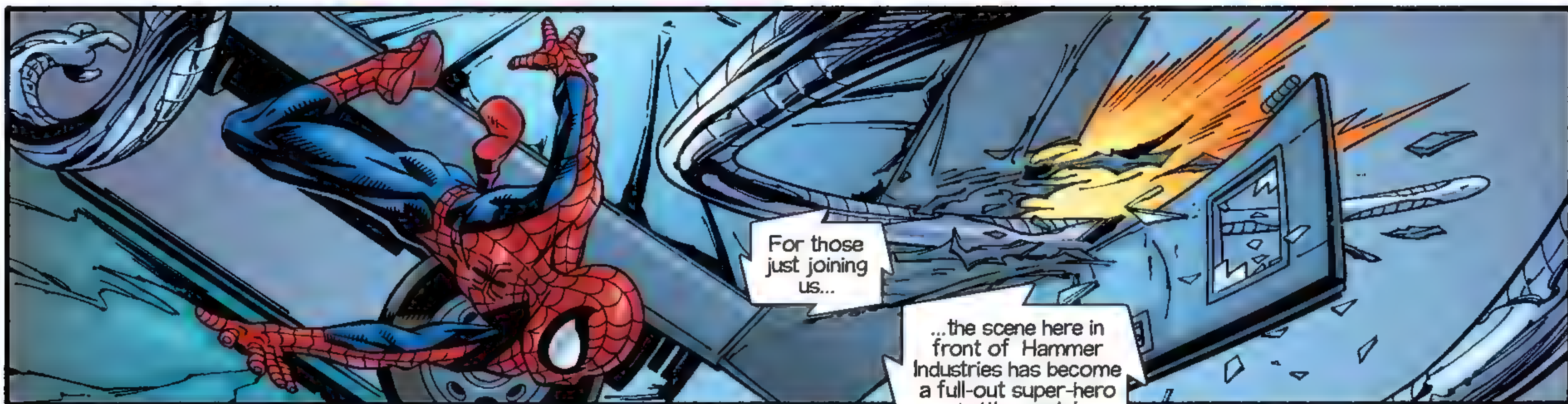
...piooff!!

**CASSHHH**



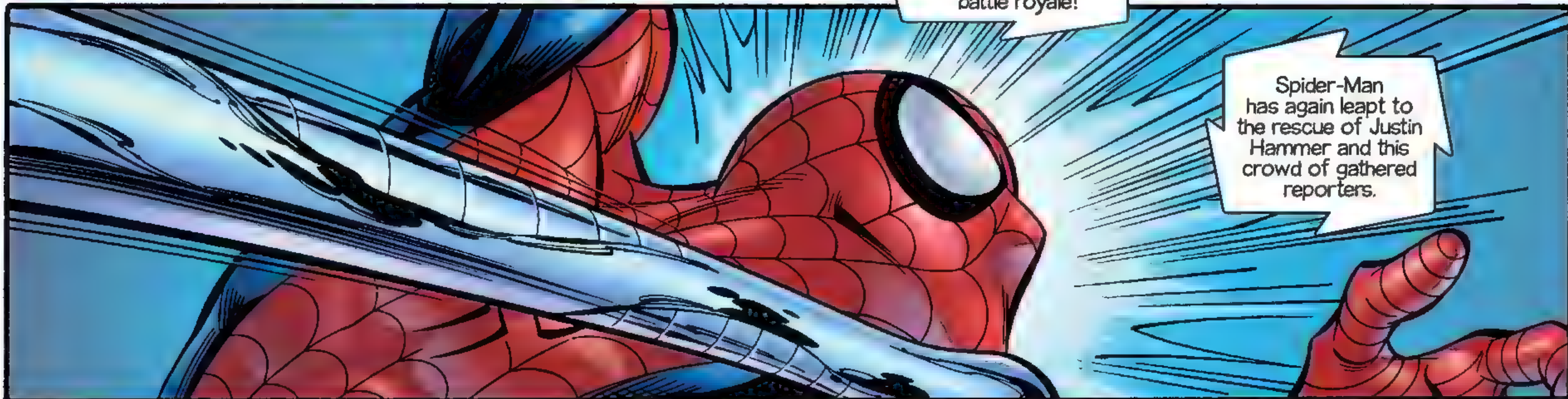
**SCHTIEELK**



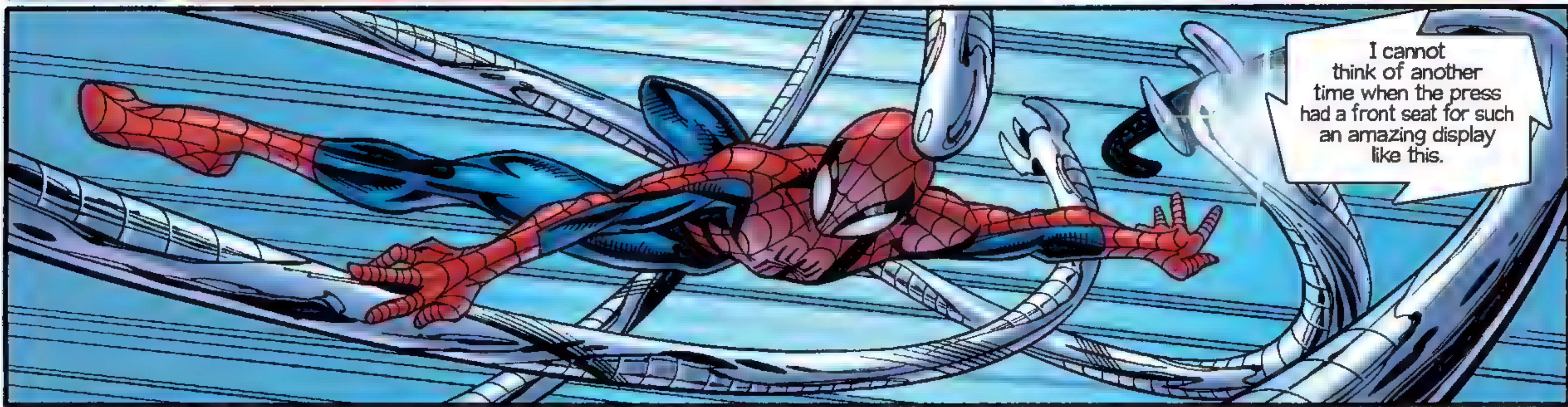


For those just joining us...

...the scene here in front of Hammer Industries has become a full-out super-hero battle royale!



Spider-Man has again leapt to the rescue of Justin Hammer and this crowd of gathered reporters.



I cannot think of another time when the press had a front seat for such an amazing display like this.

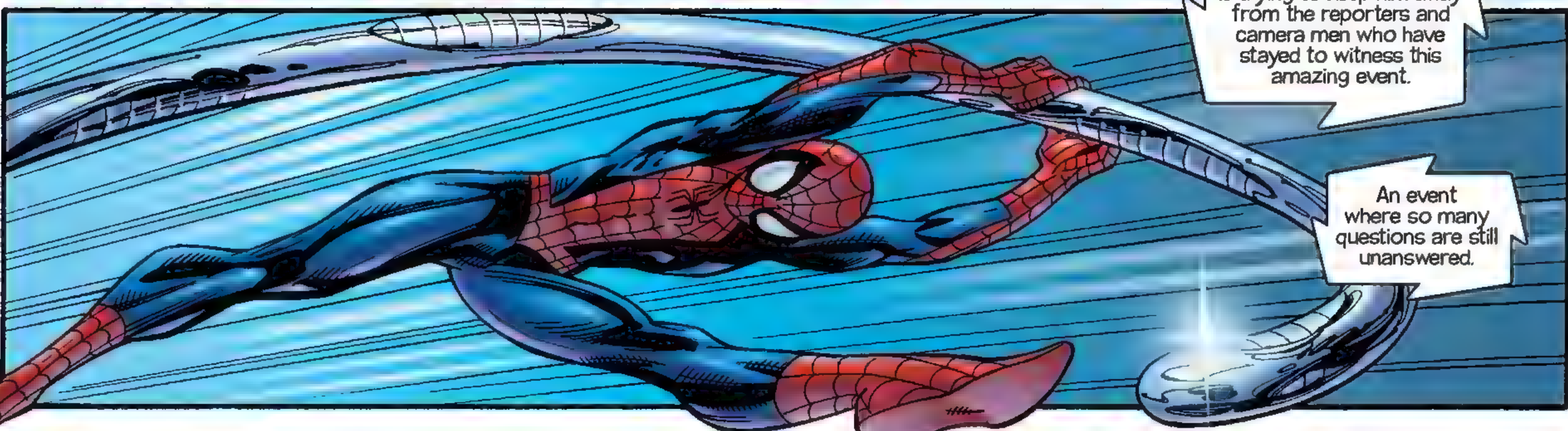


Spider-Man's efforts are seemingly without any concern for his own well-being.

He is blocking Octavius's strikes at every turn--

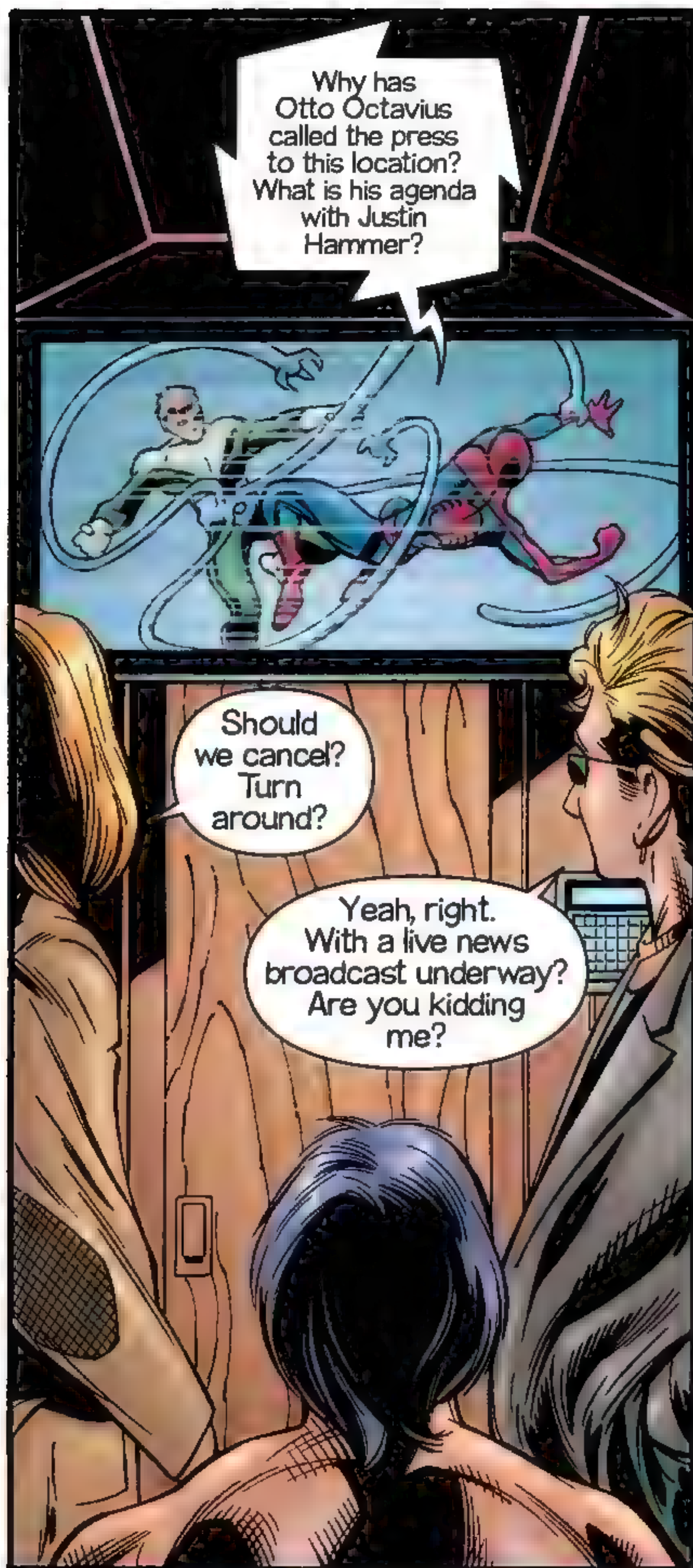


--and by the looks of it, Spider-Man is trying to keep him away from the reporters and camera men who have stayed to witness this amazing event.



An event where so many questions are still unanswered.





Why has Otto Octavius called the press to this location? What is his agenda with Justin Hammer?

Should we cancel? Turn around?

Yeah, right. With a live news broadcast underway? Are you kidding me?



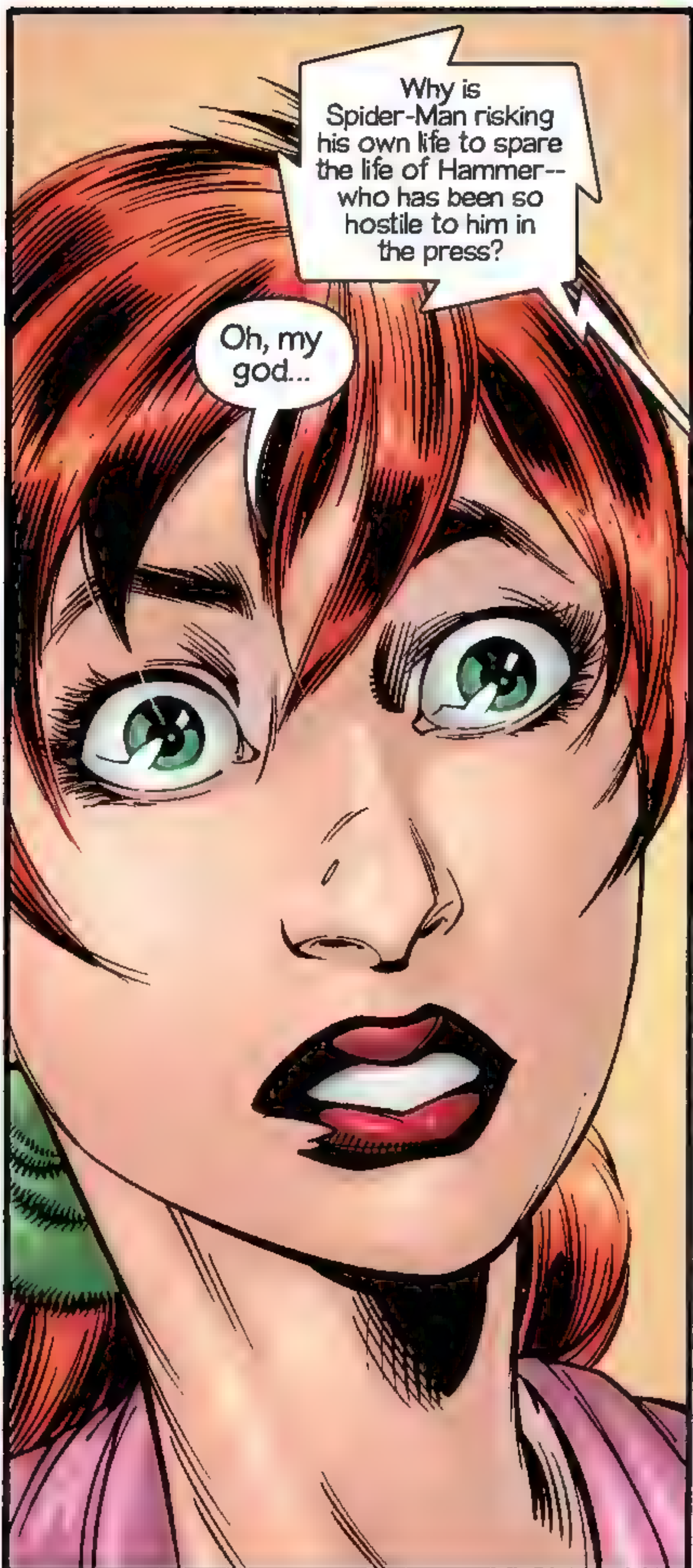
Does he blame Hammer for his amazing situation?

Wow, they broke into Leno.

Good, he stinks.

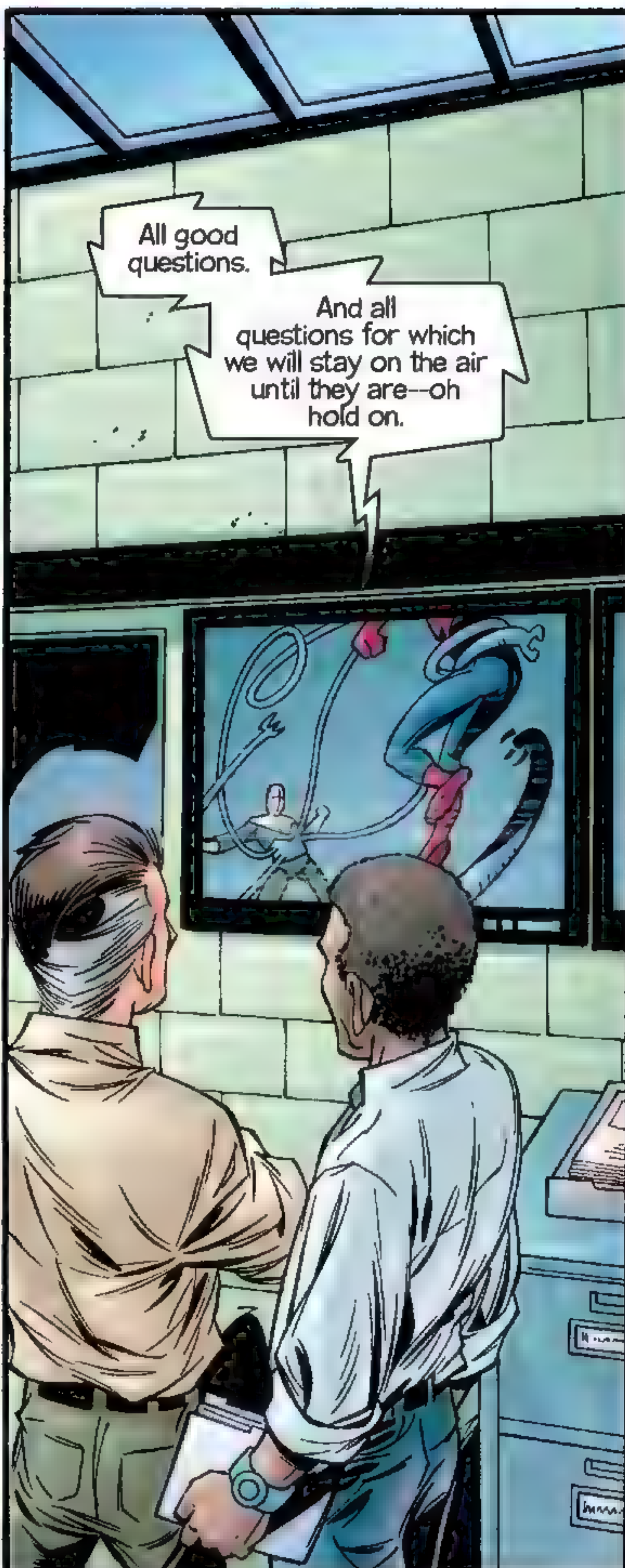


And what exactly is Spider-Man's connection to all of this?



Why is Spider-Man risking his own life to spare the life of Hammer-- who has been so hostile to him in the press?

Oh, my god...



All good questions.

And all questions for which we will stay on the air until they are--oh hold on.

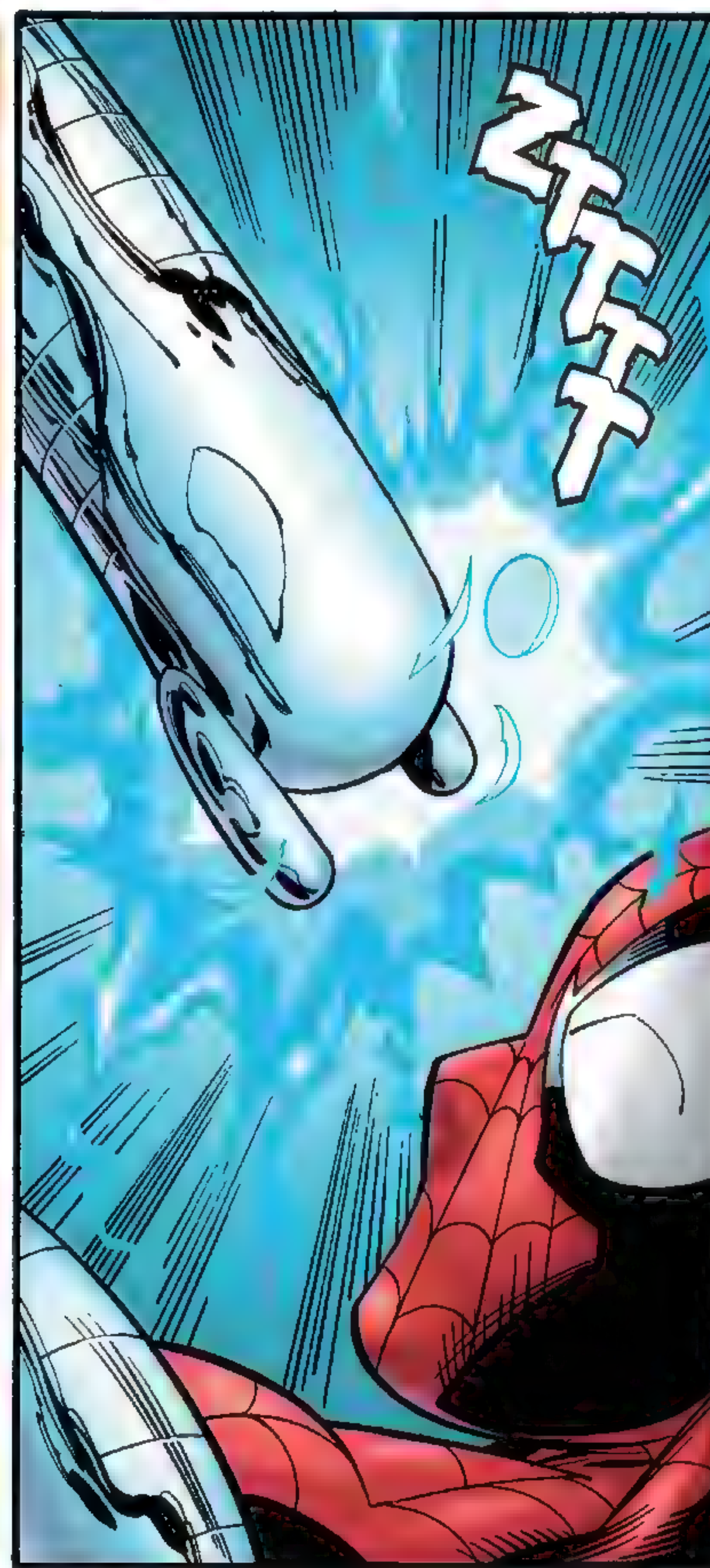
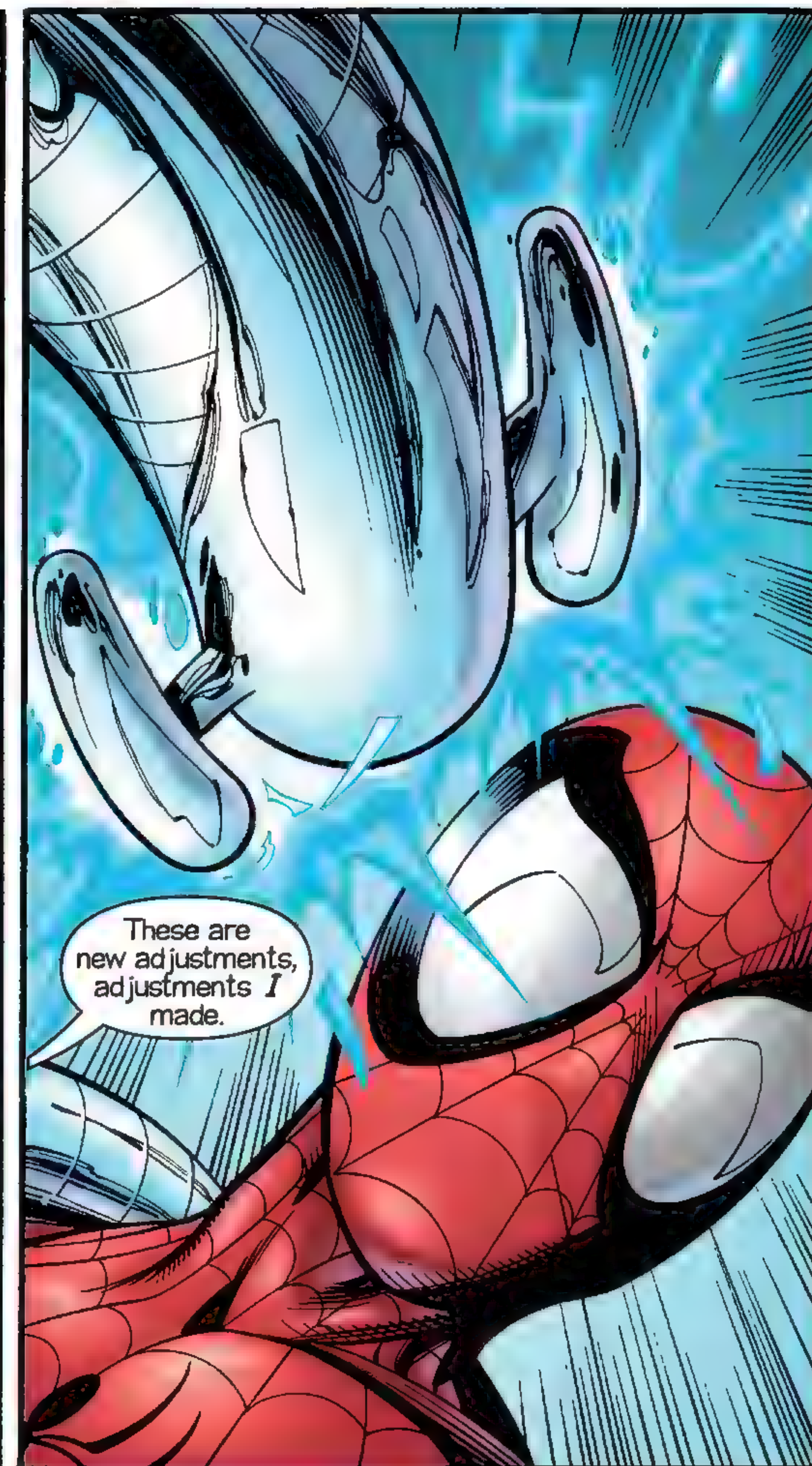
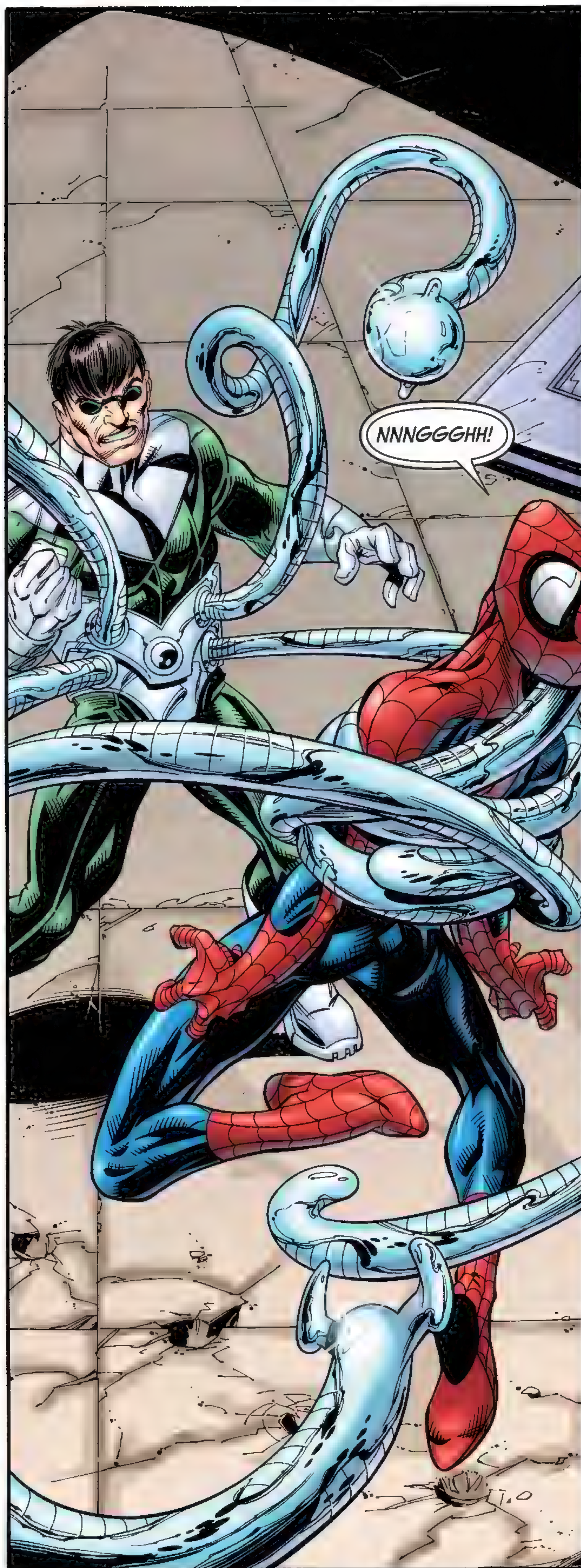


We're going to have to--

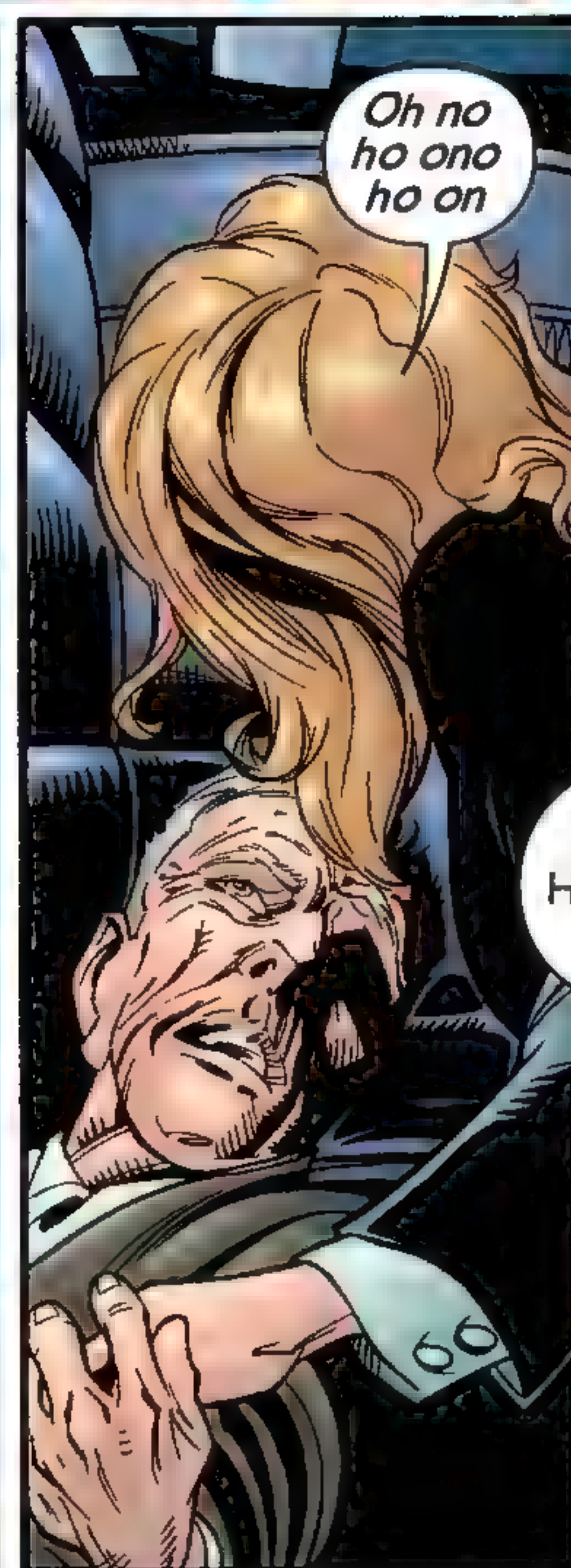
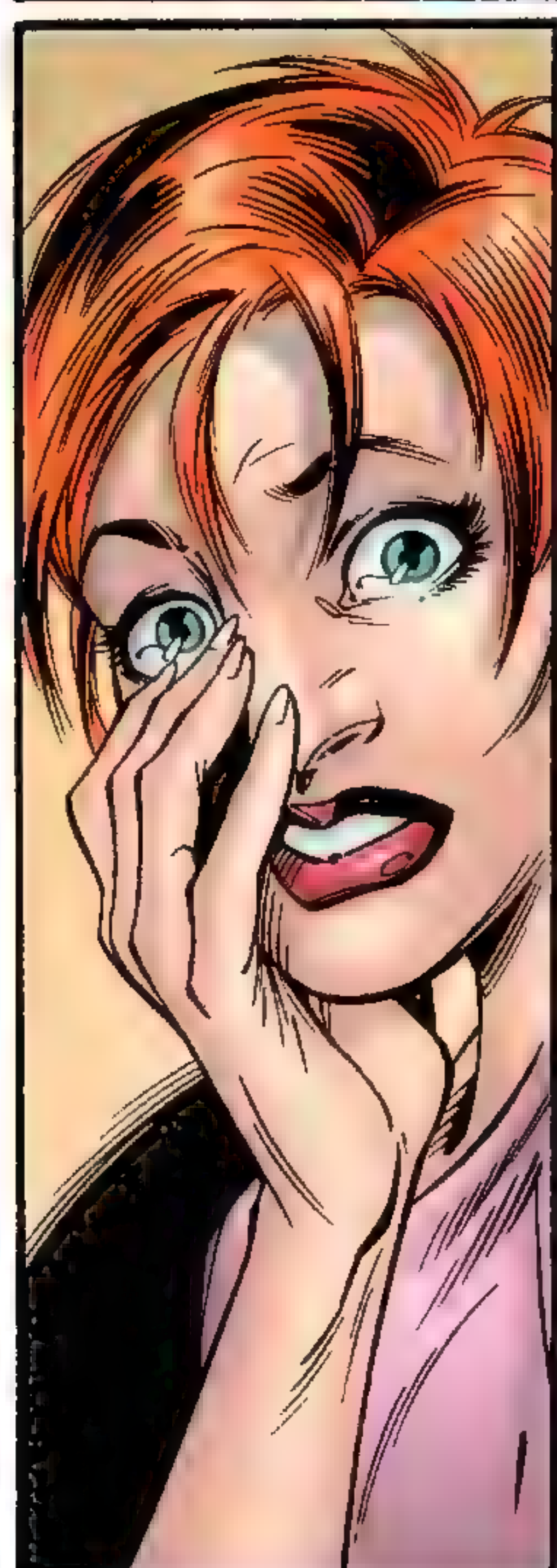
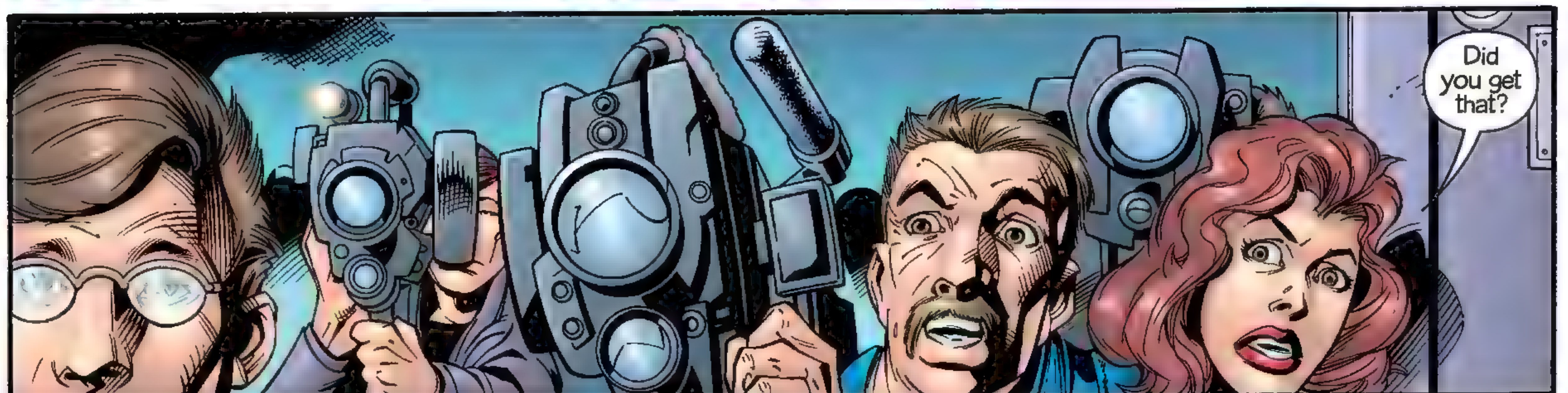
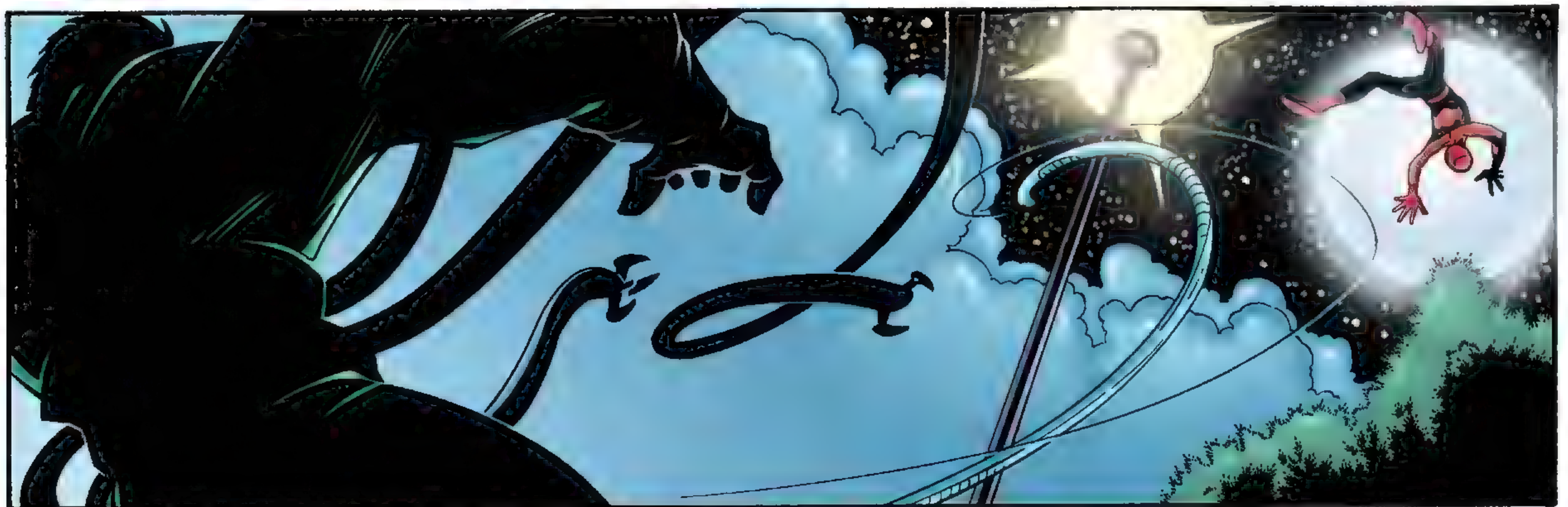
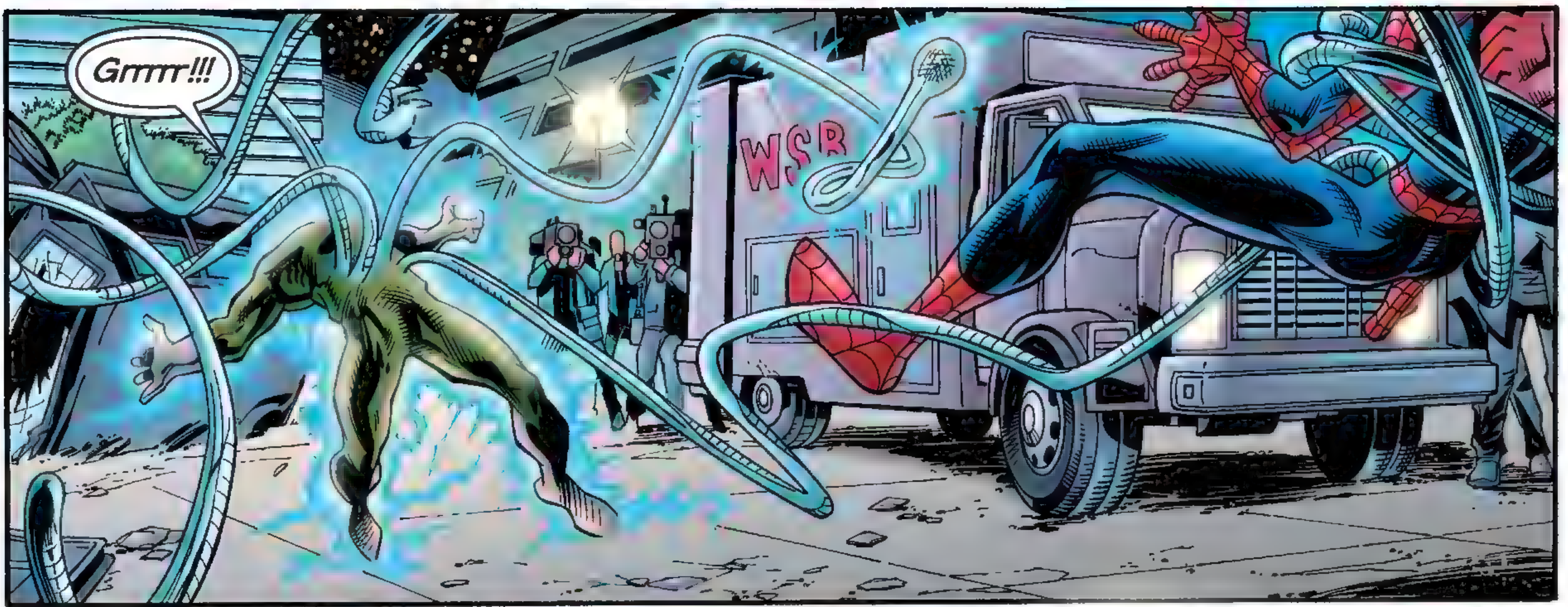
--oh! Something is happening.

Spider-Man seems to be at a loss and--

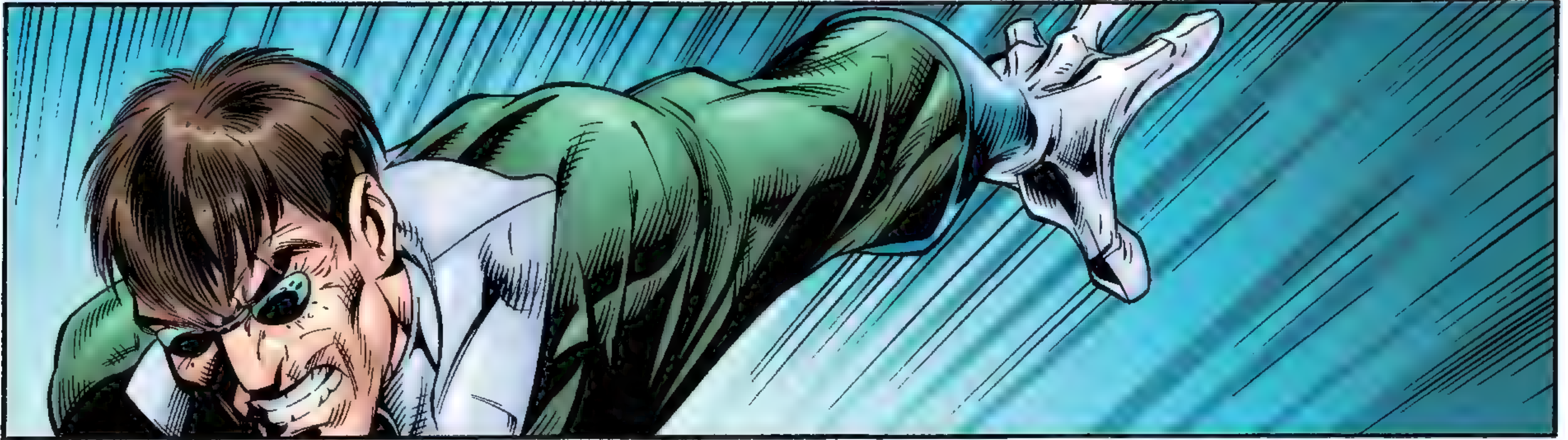
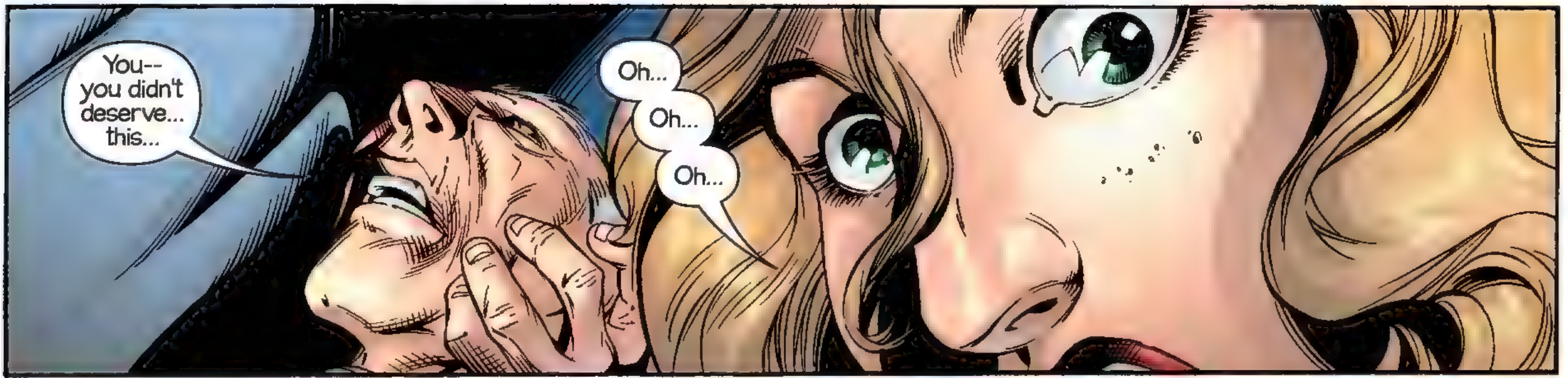




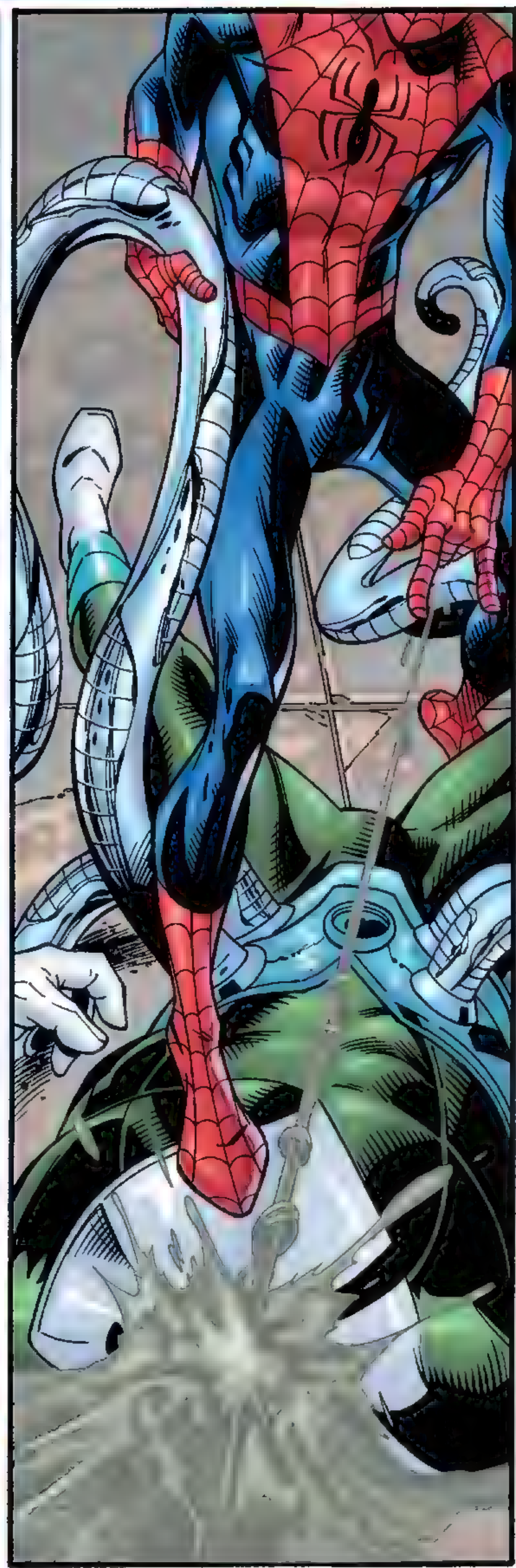
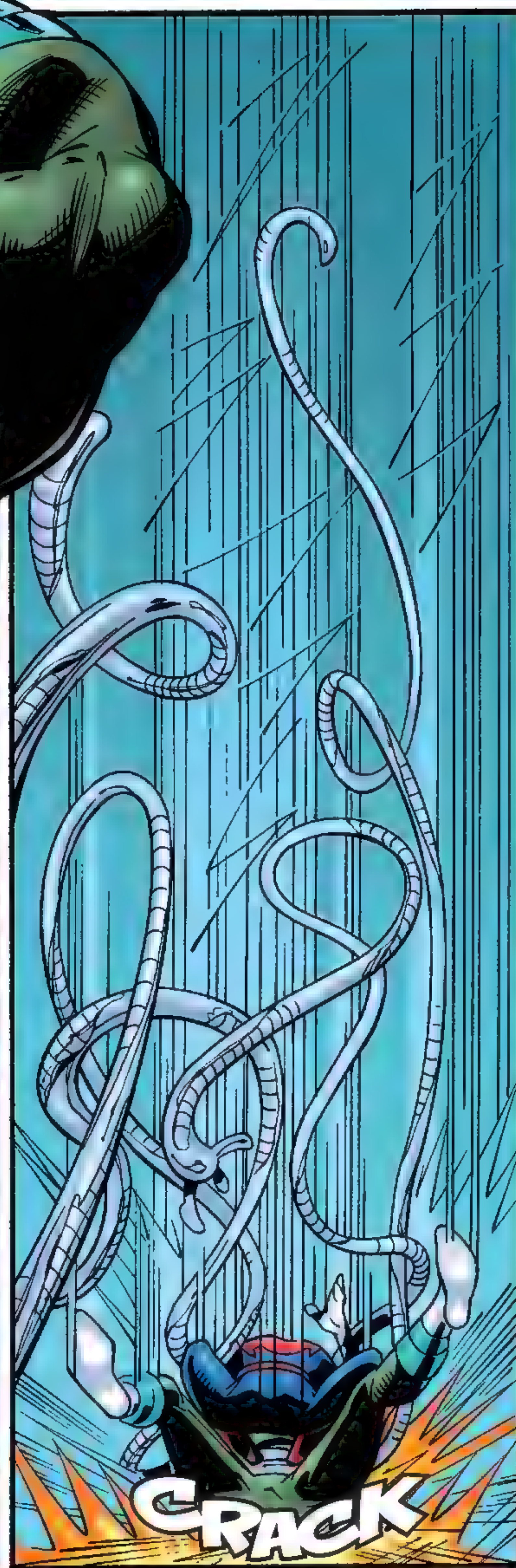




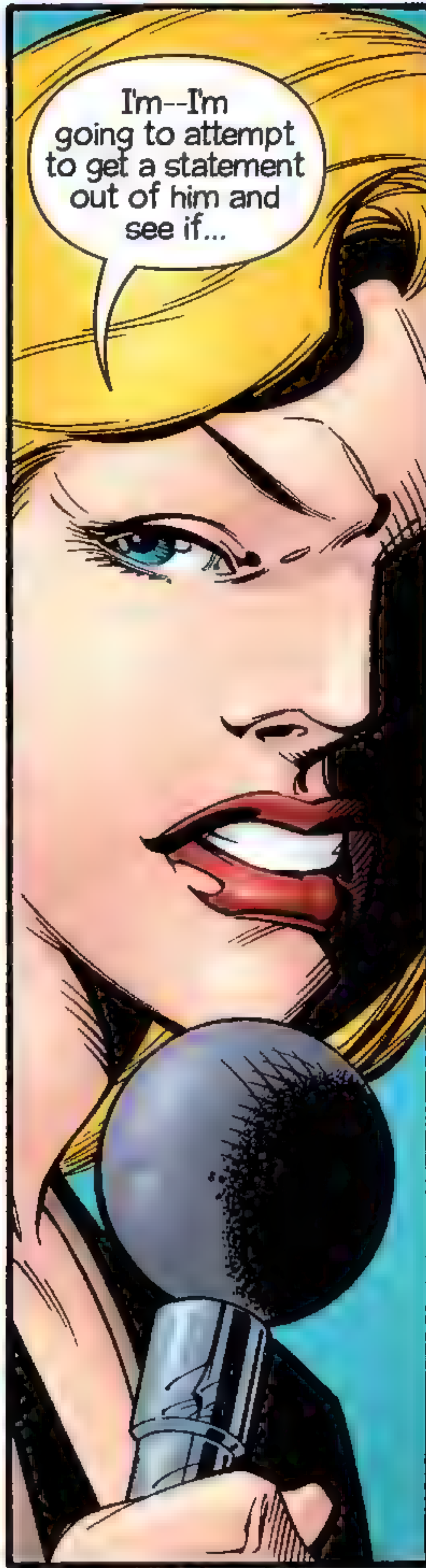
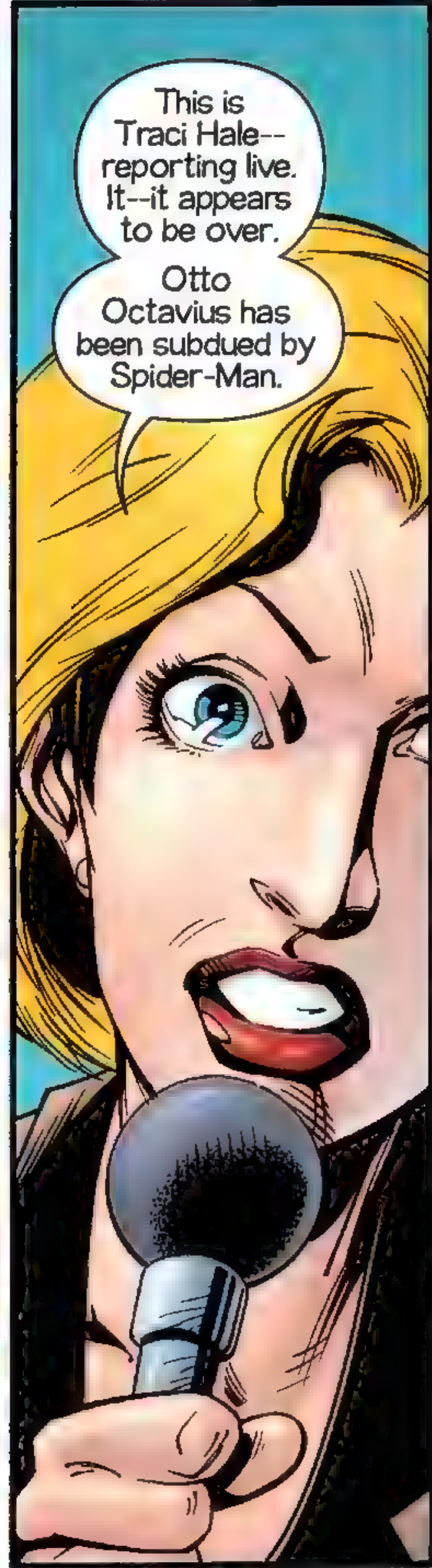
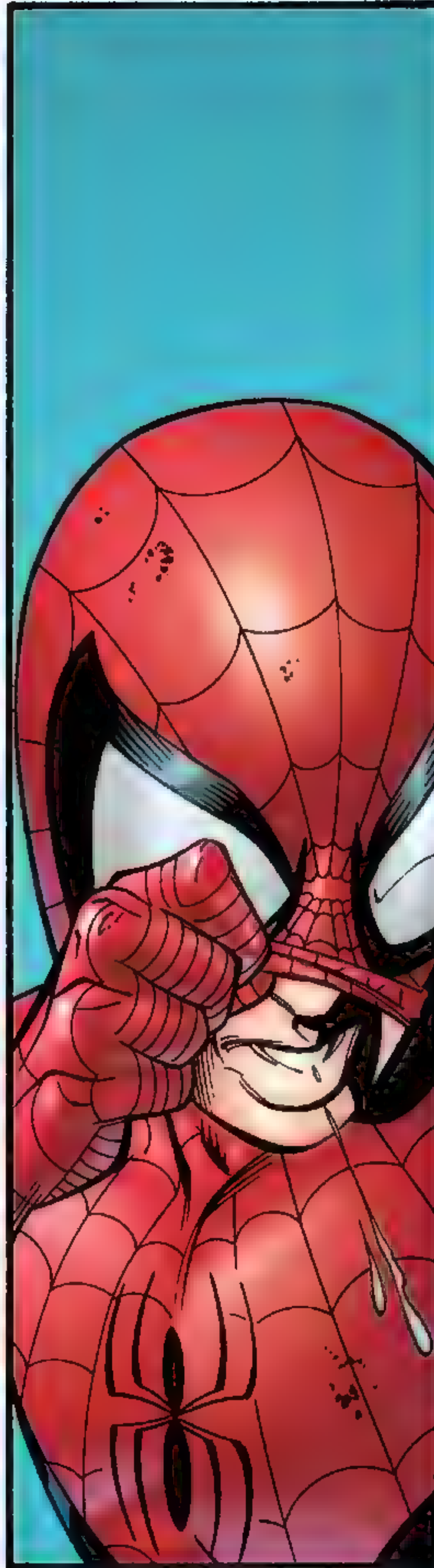
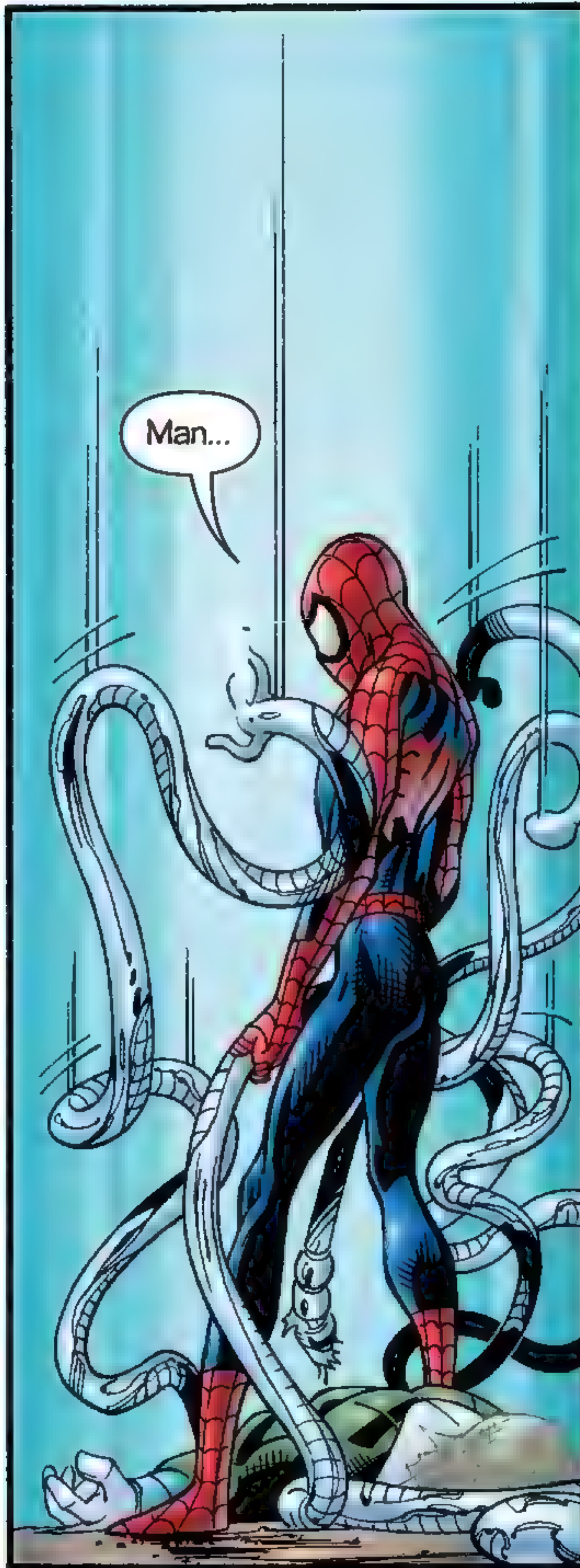
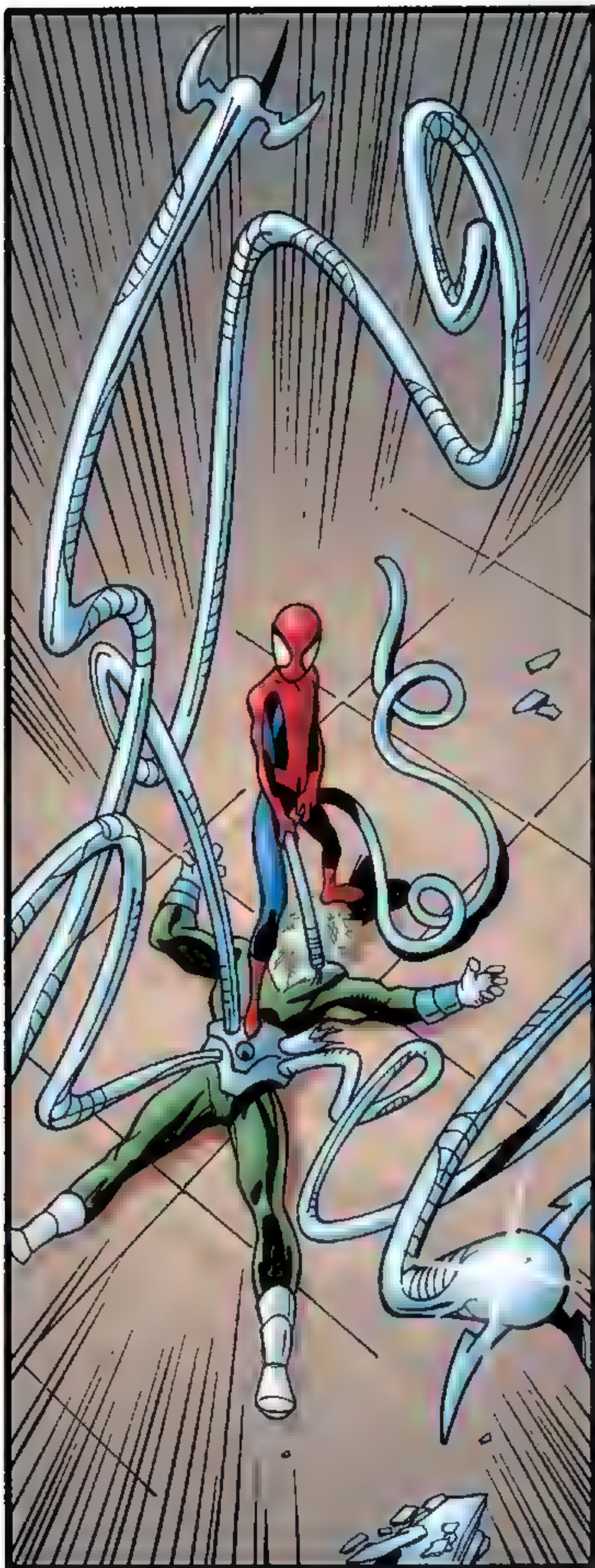




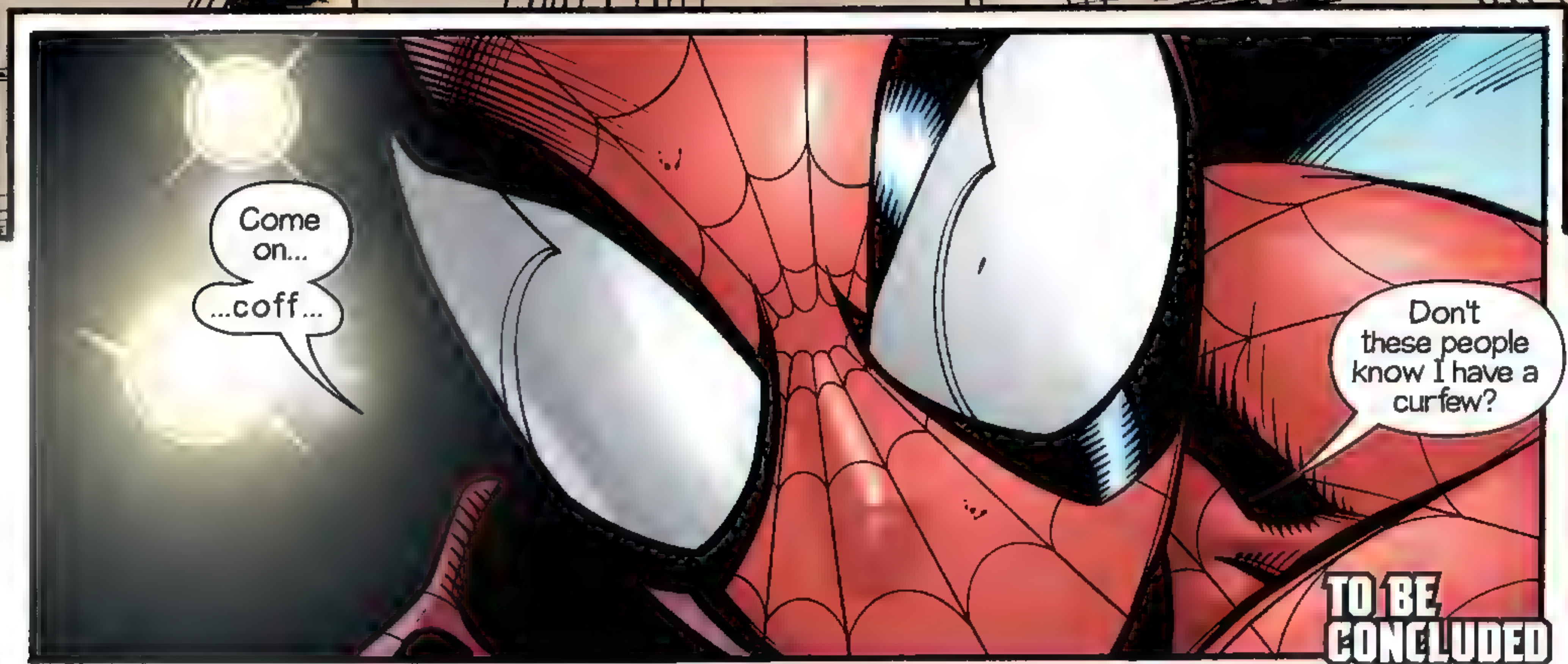










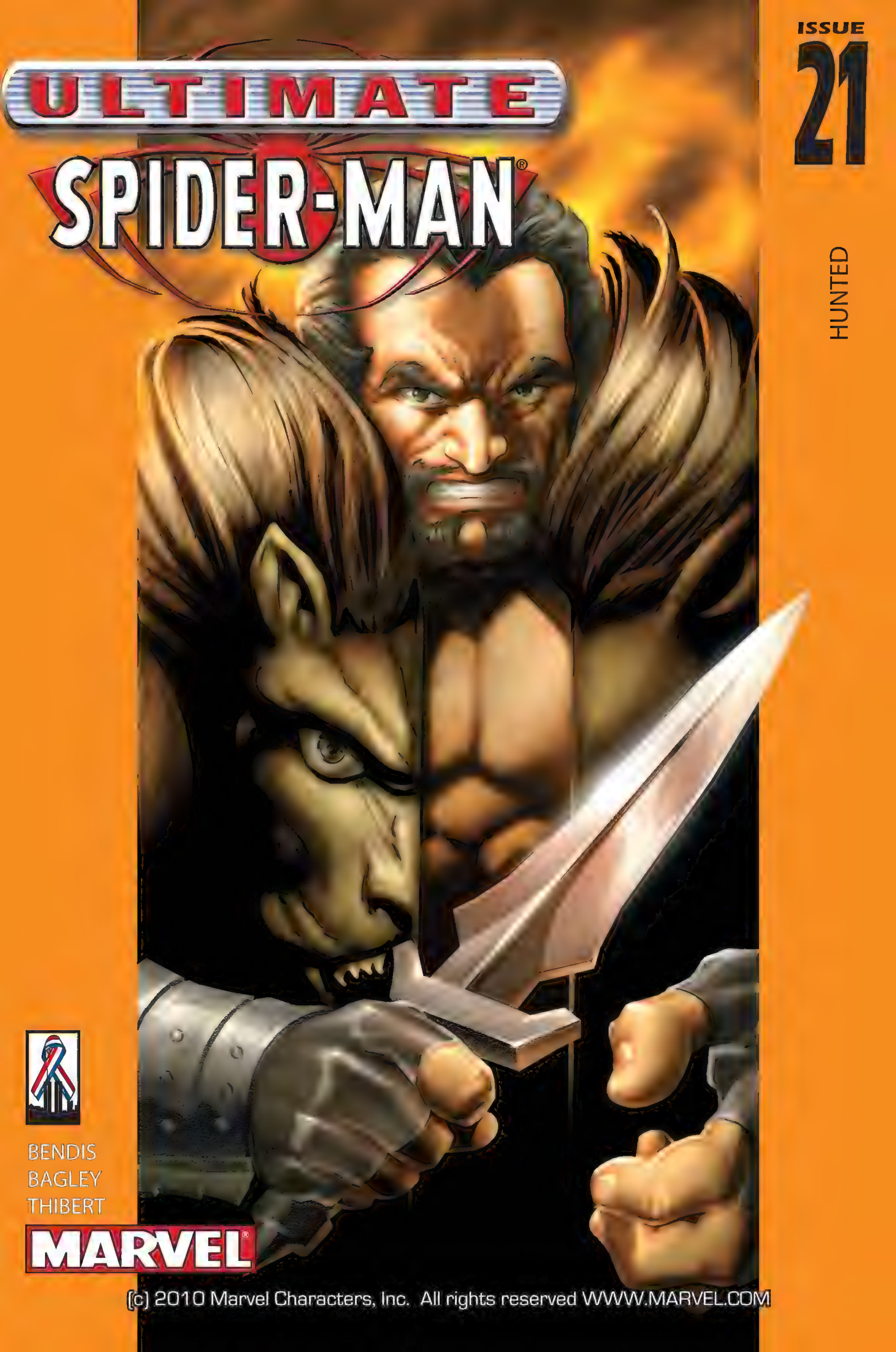




ISSUE

21

HUNTED



BENDIS  
BAGLEY  
THIBERT

**MARVEL**

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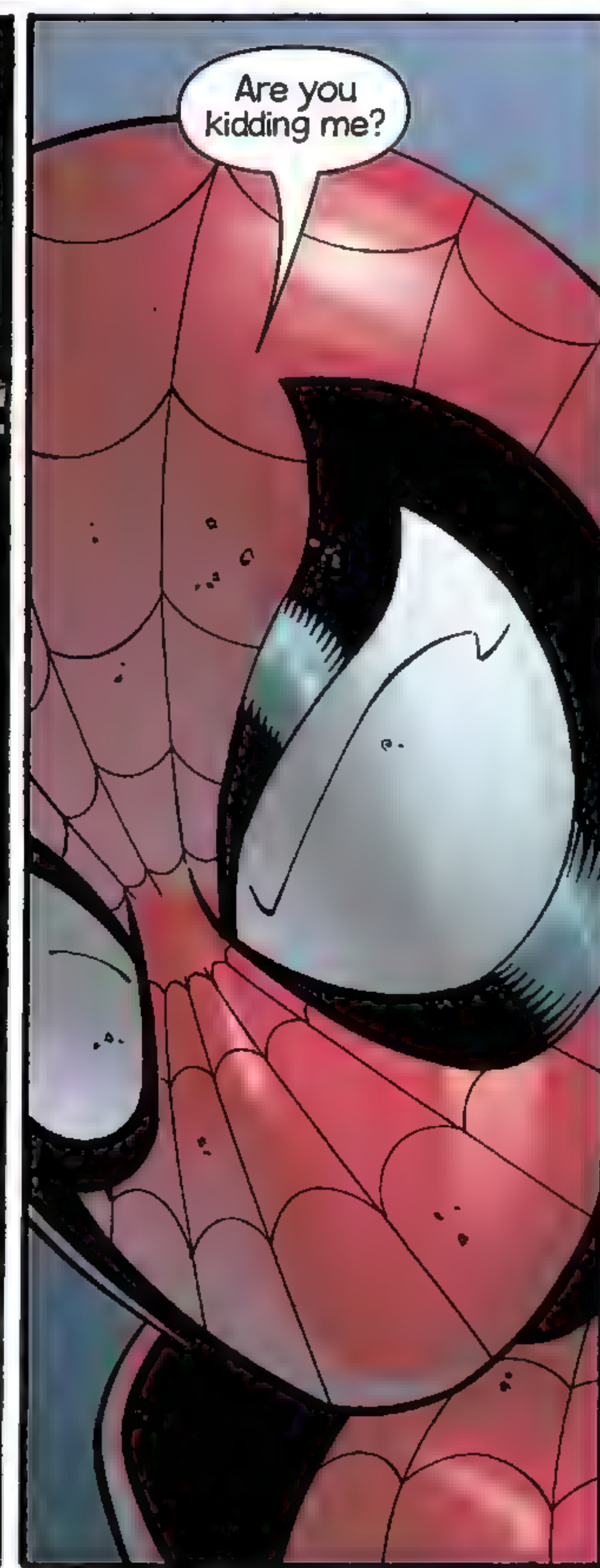
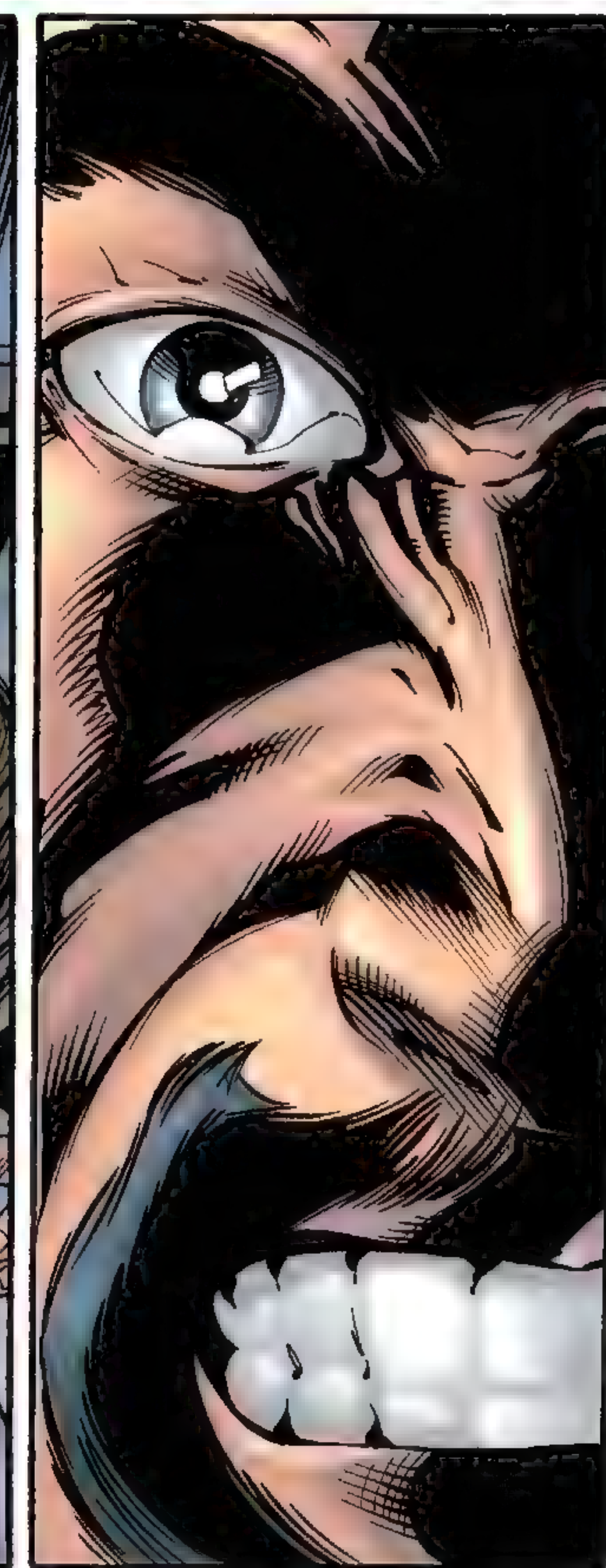
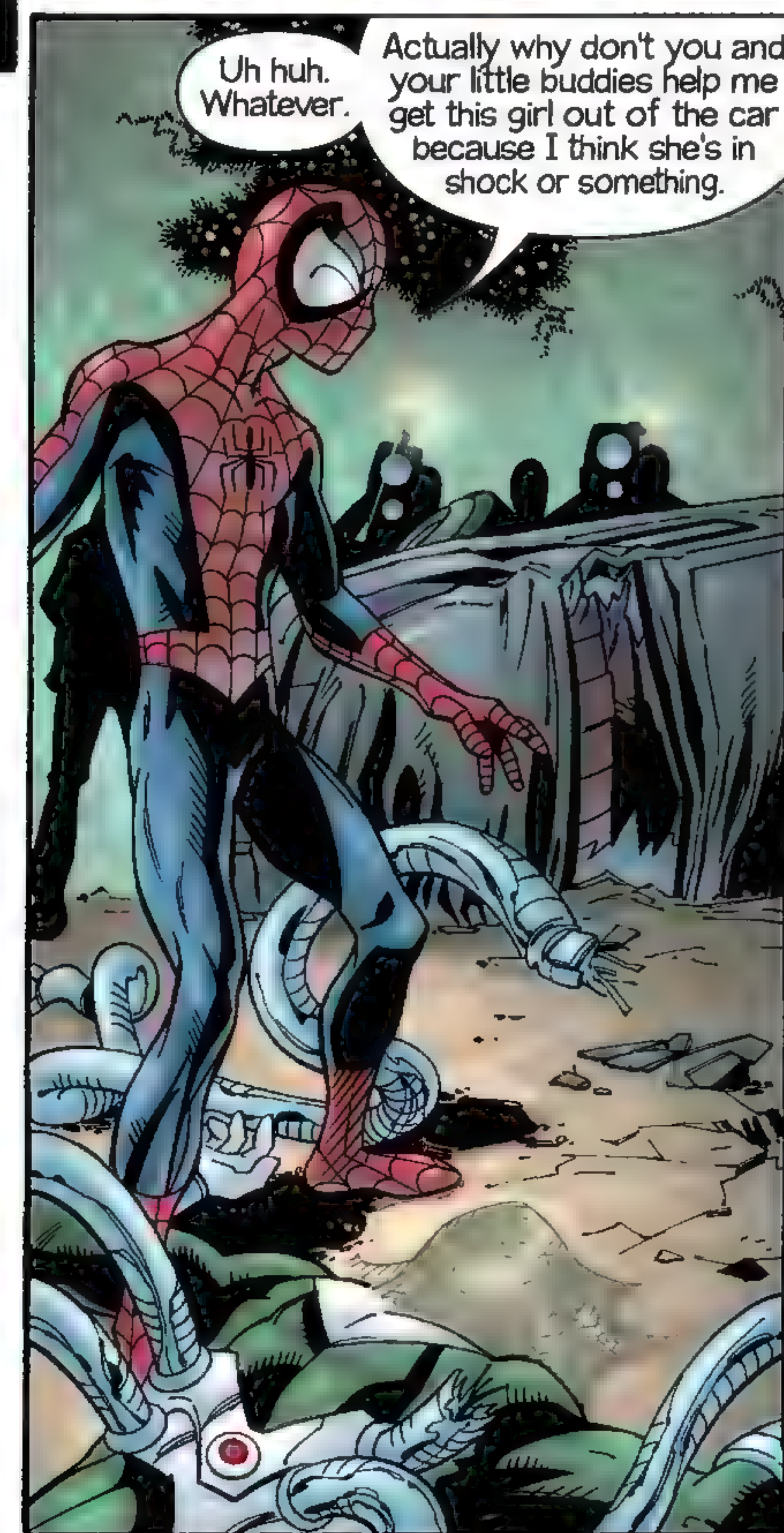


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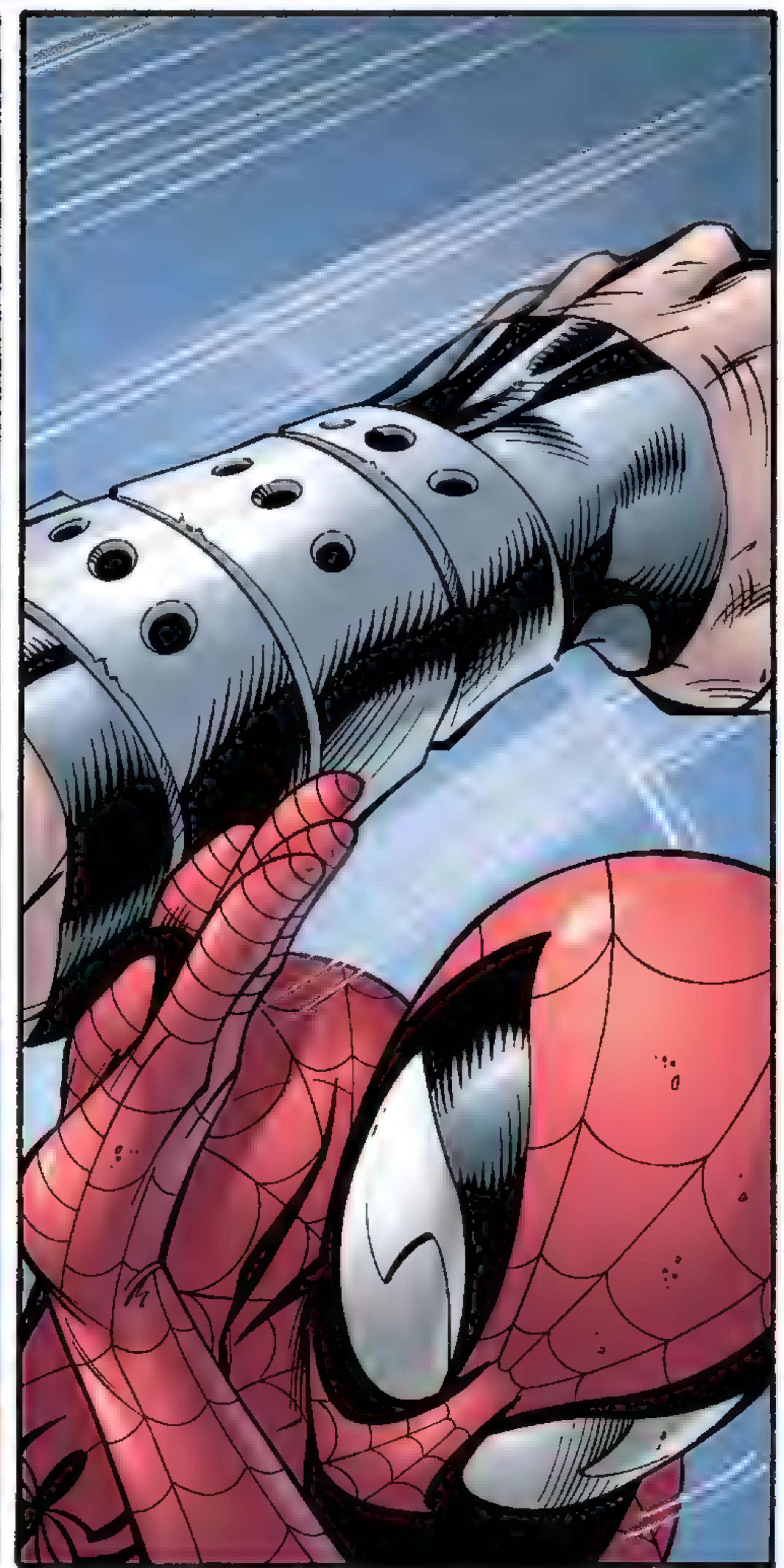
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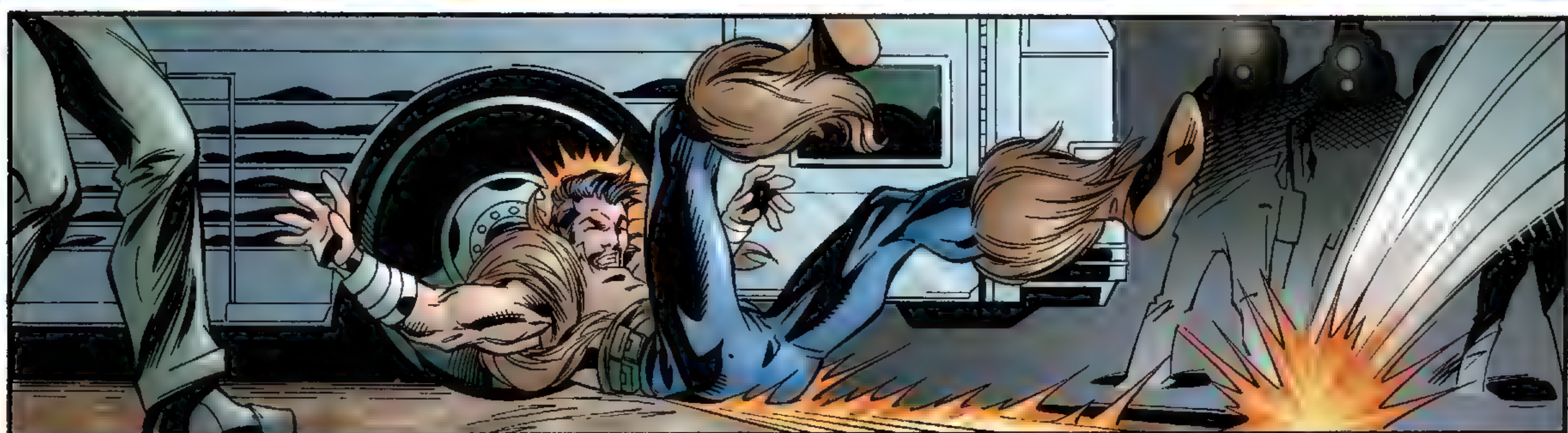




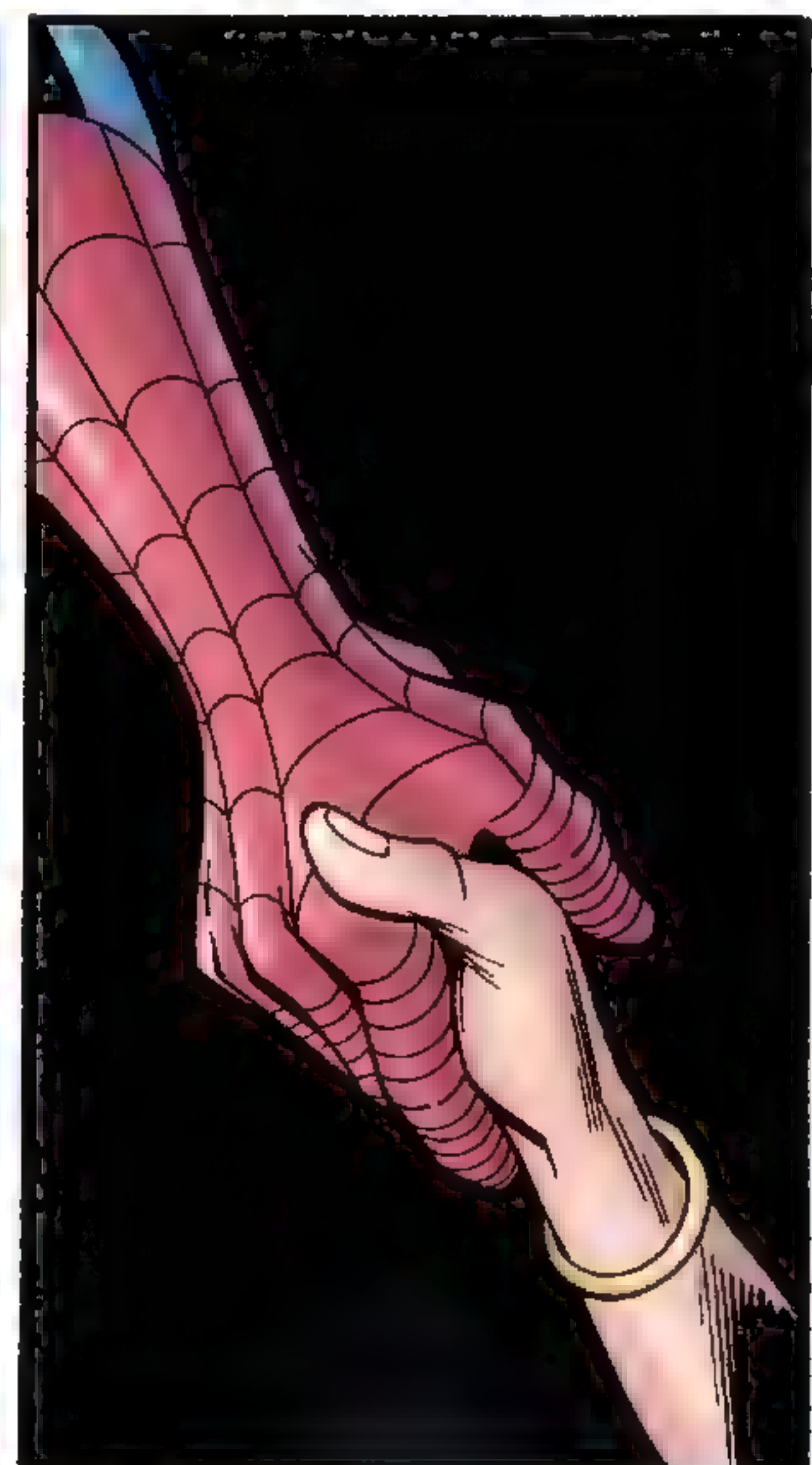
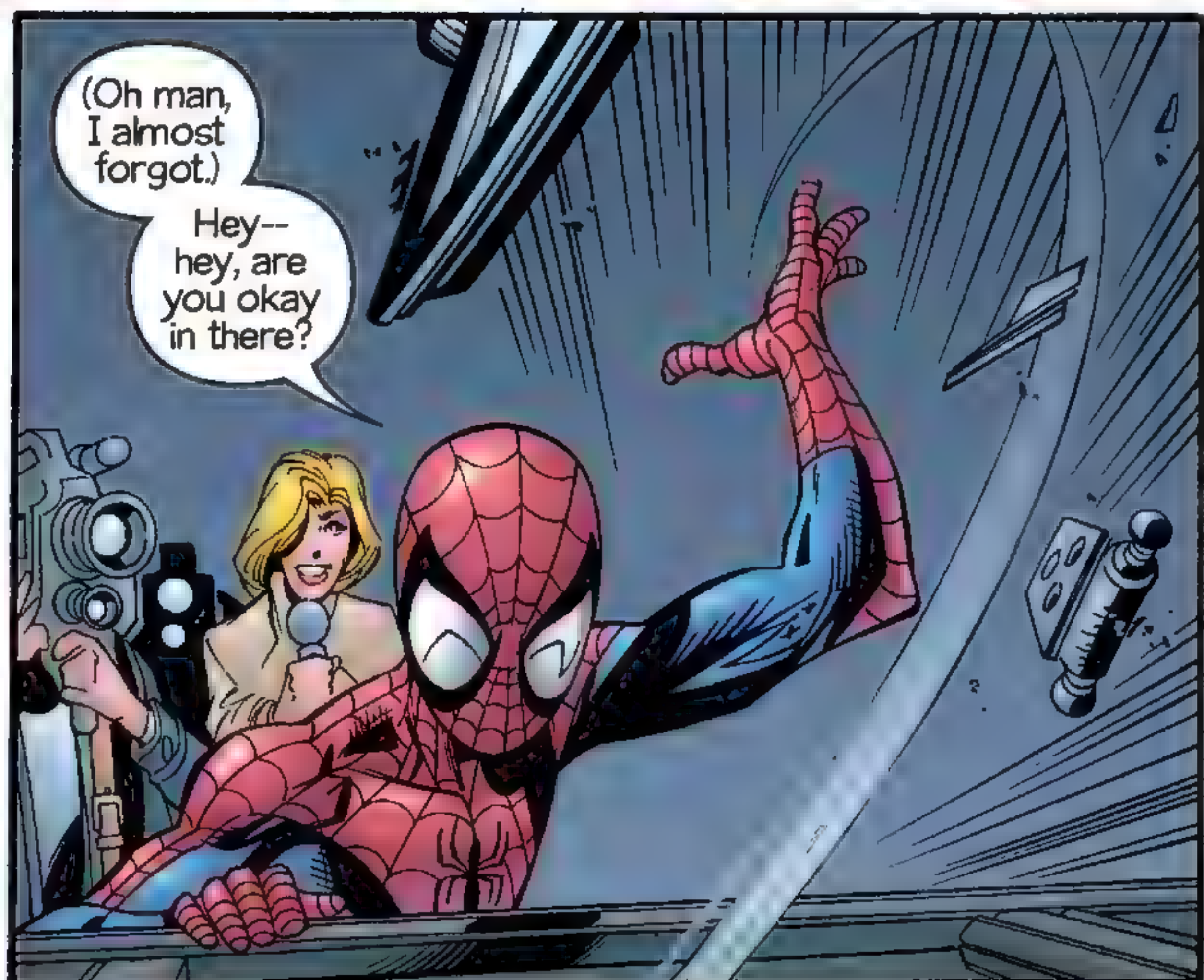
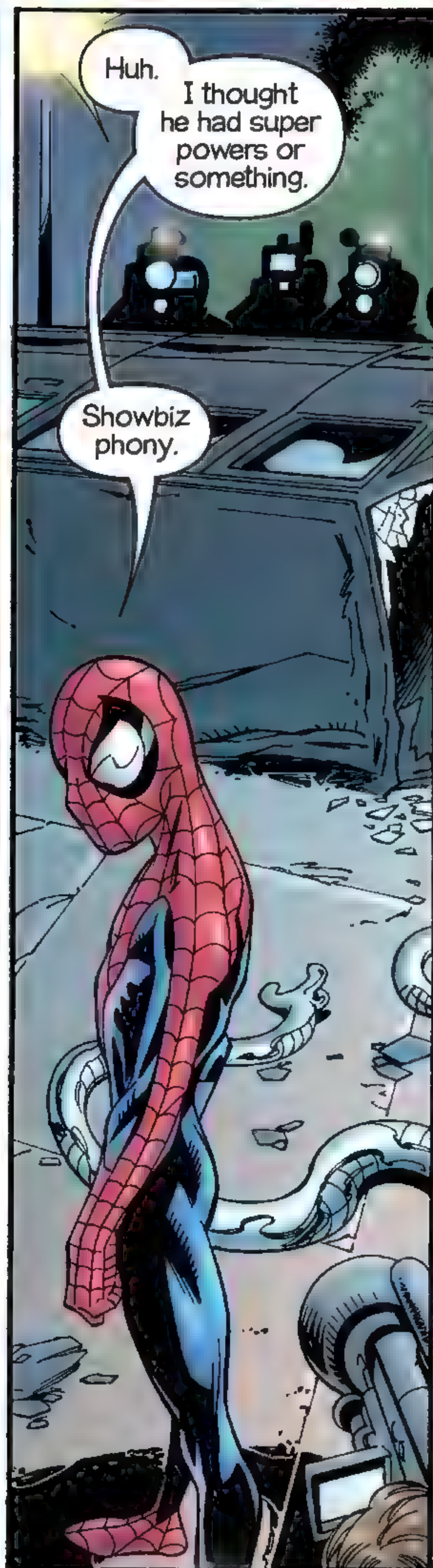














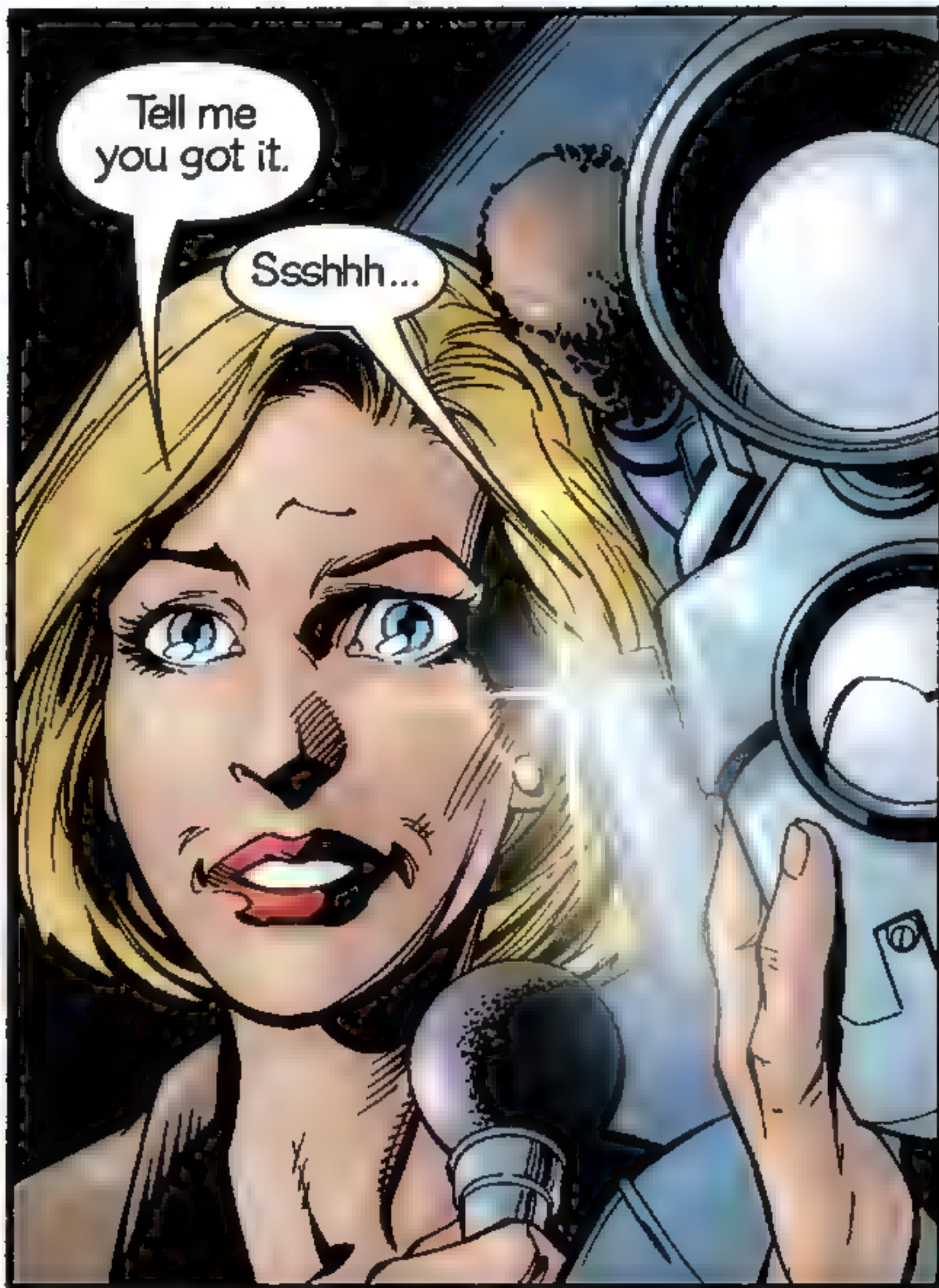


Thank you--  
thank you for  
saving me.

It's--  
uh--

Thank  
you...

It's  
okay. It's  
okay.



Tell me  
you got it.

Ssshhh...



CLAP

CLAP CLAP



CLAP

CLAP

CLAP

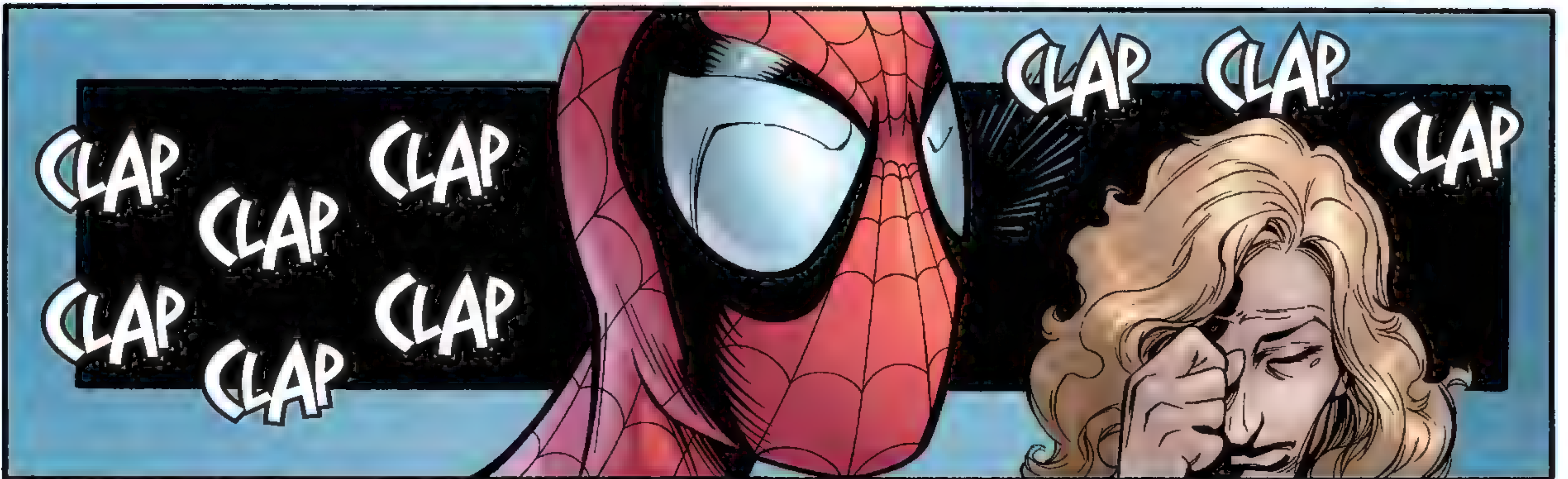


CLAP

CLAP

CLAP

CLAP



CLAP

CLAP

CLAP

CLAP

CLAP

CLAP

CLAP

CLAP

CLAP



Uh -- okay.  
Yeah -- uh --  
thanks.

Anybody  
headed back towards  
Manhattan? I kinda  
need a ride.

That --  
that was  
amazing.

Uh --  
not really, two  
people died.

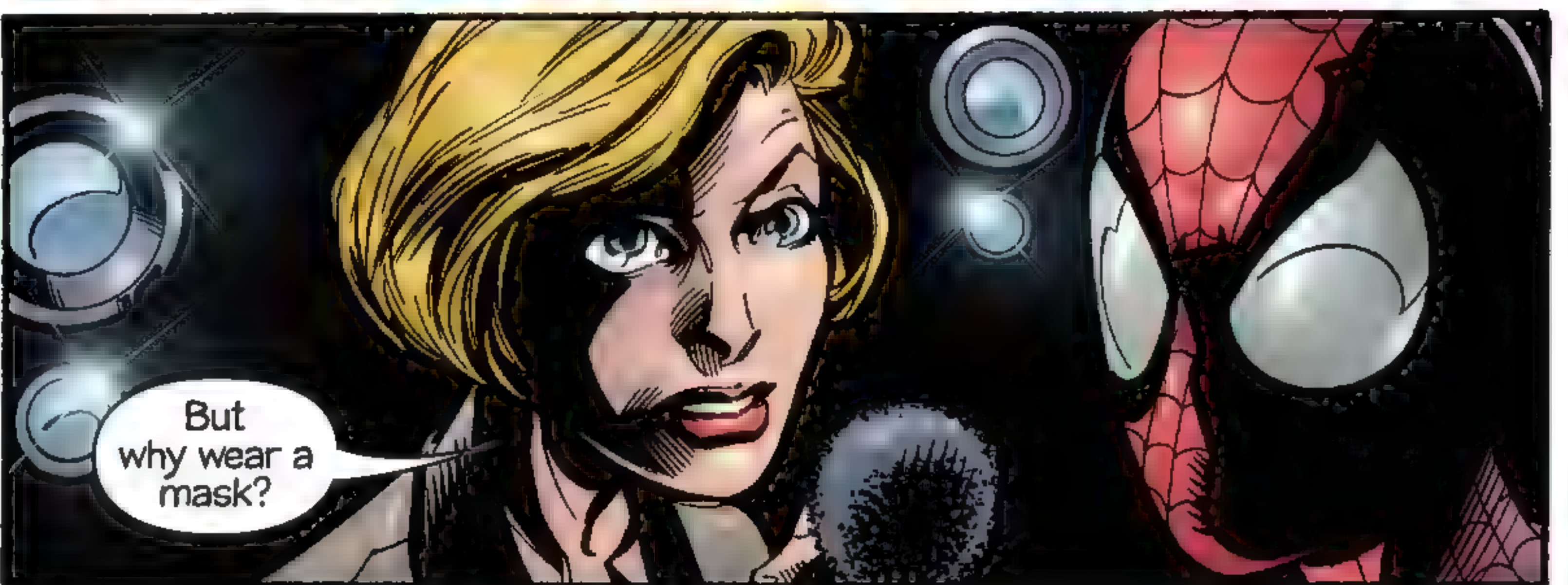
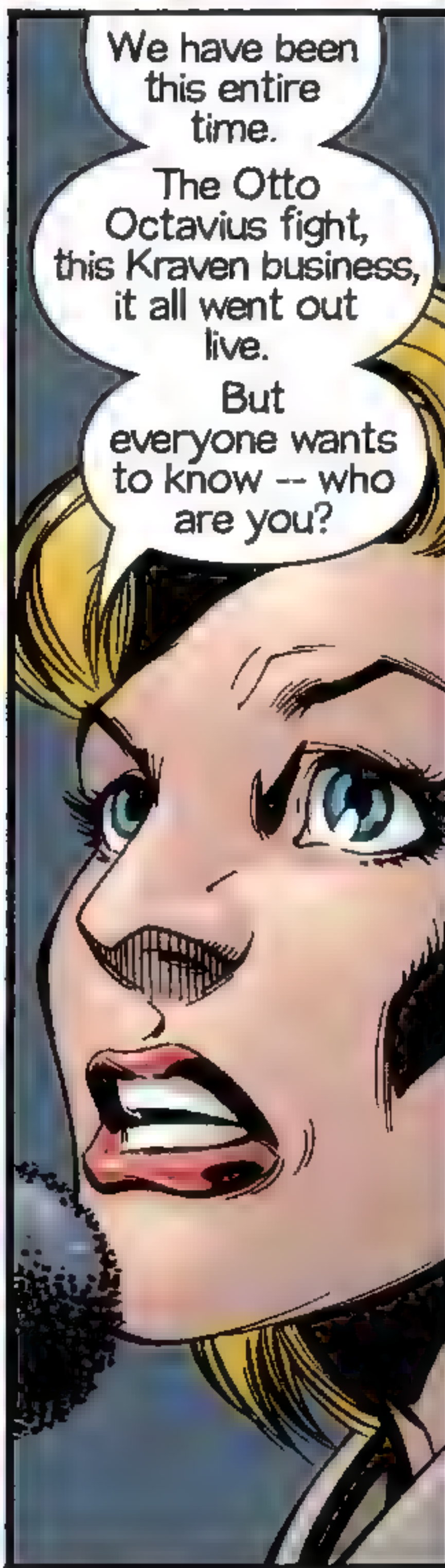
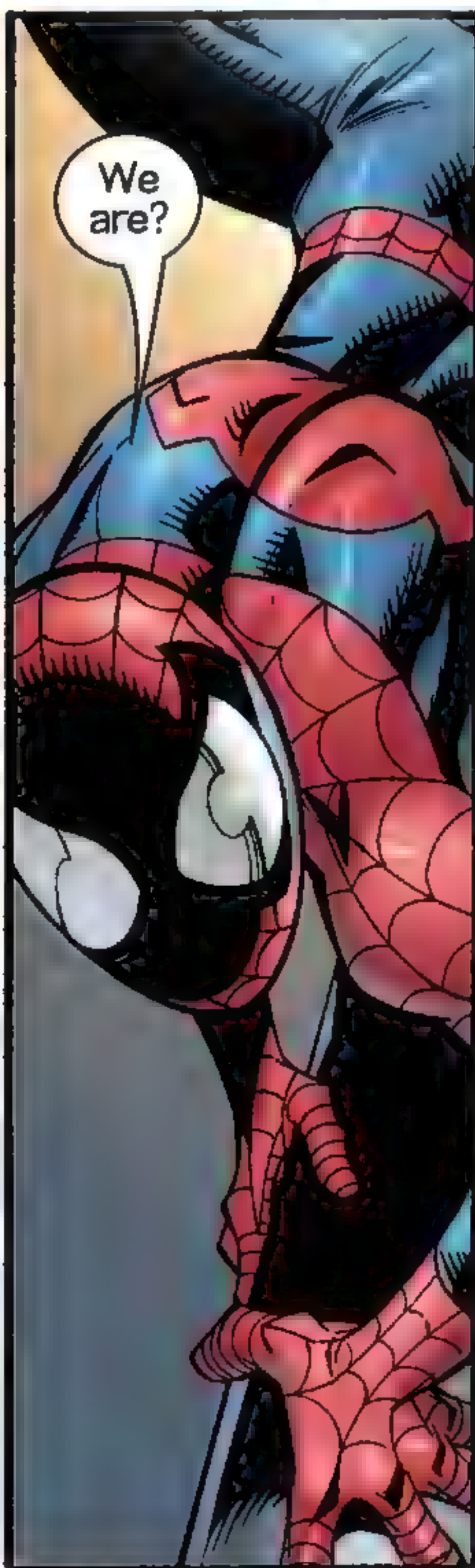
Did you  
know Justin  
Hammer?

No.

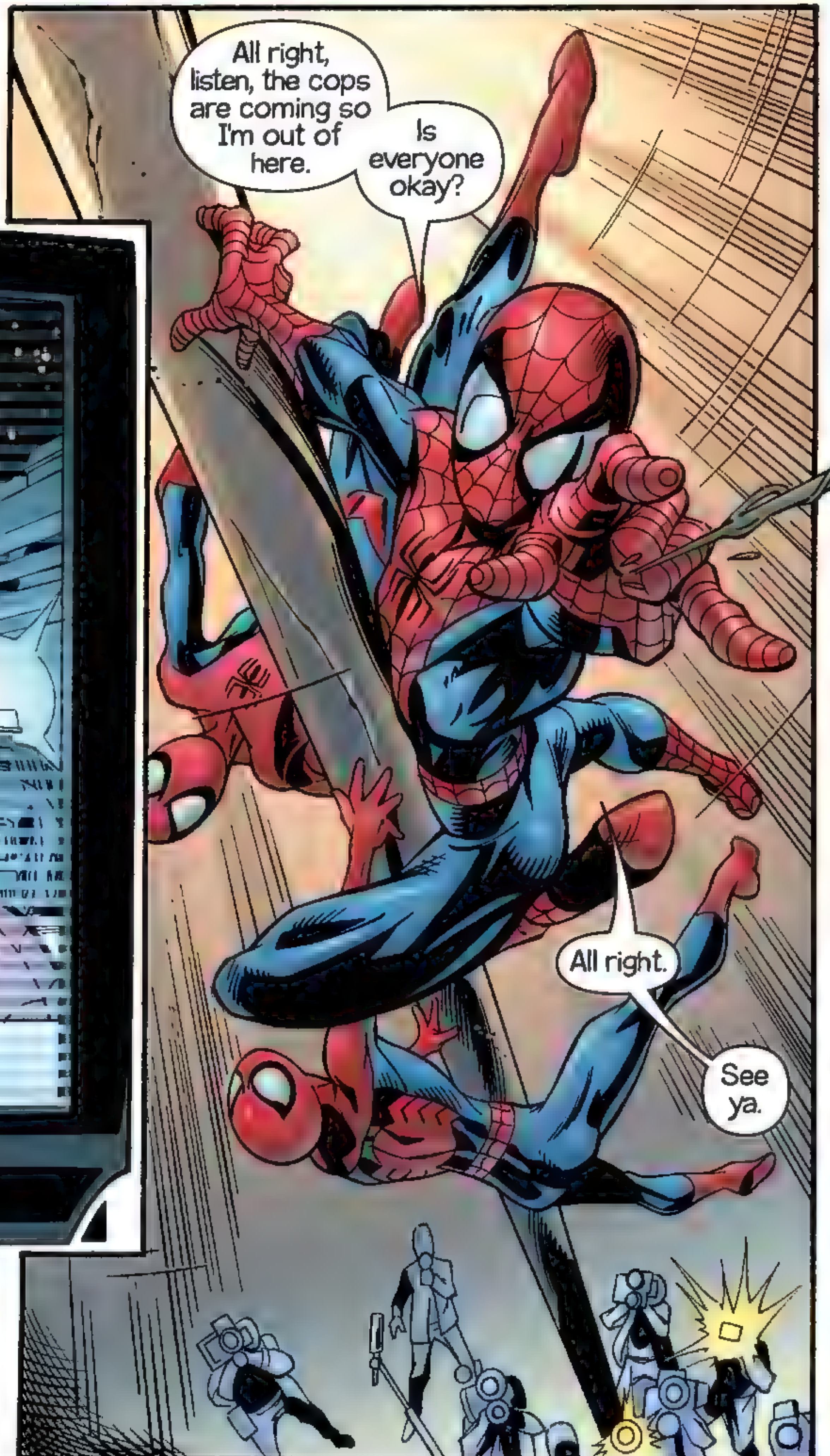
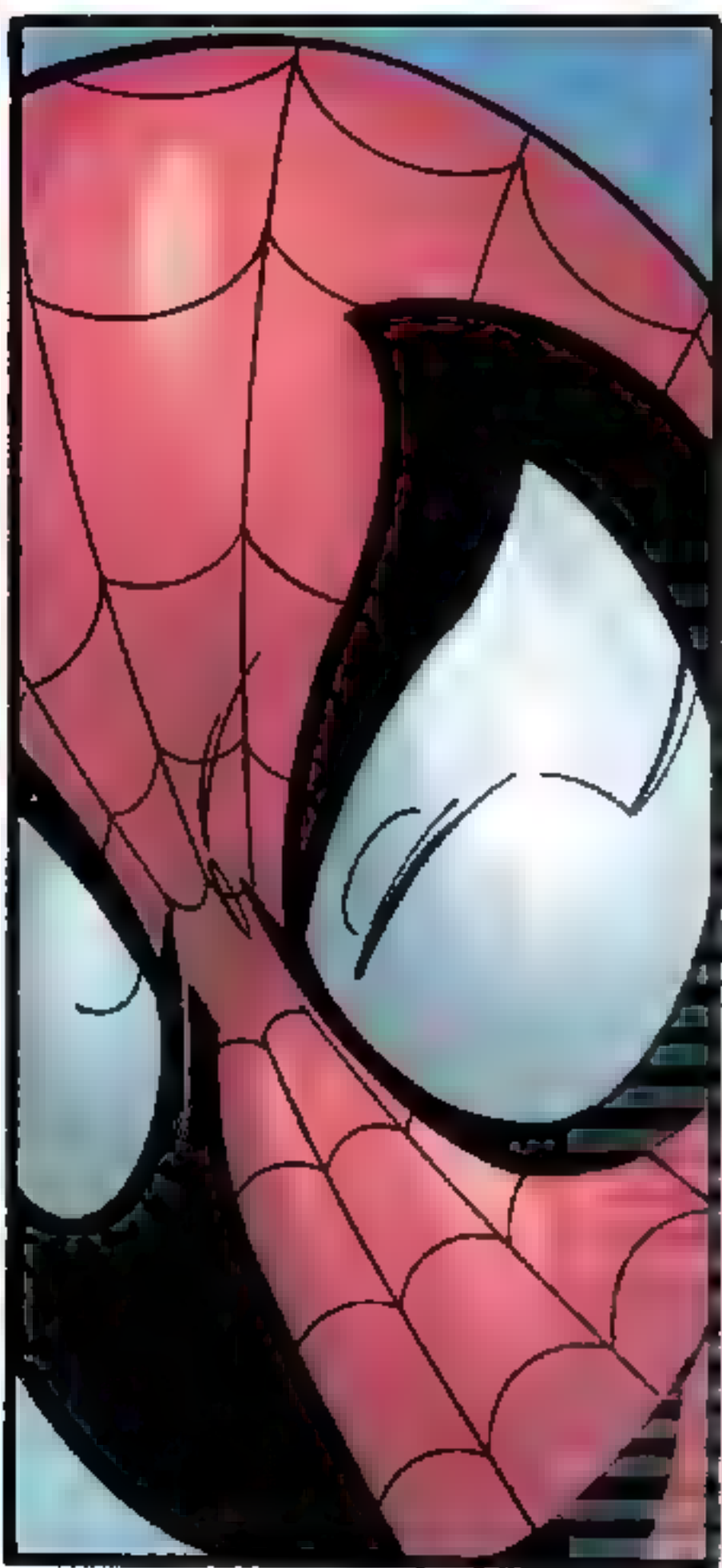
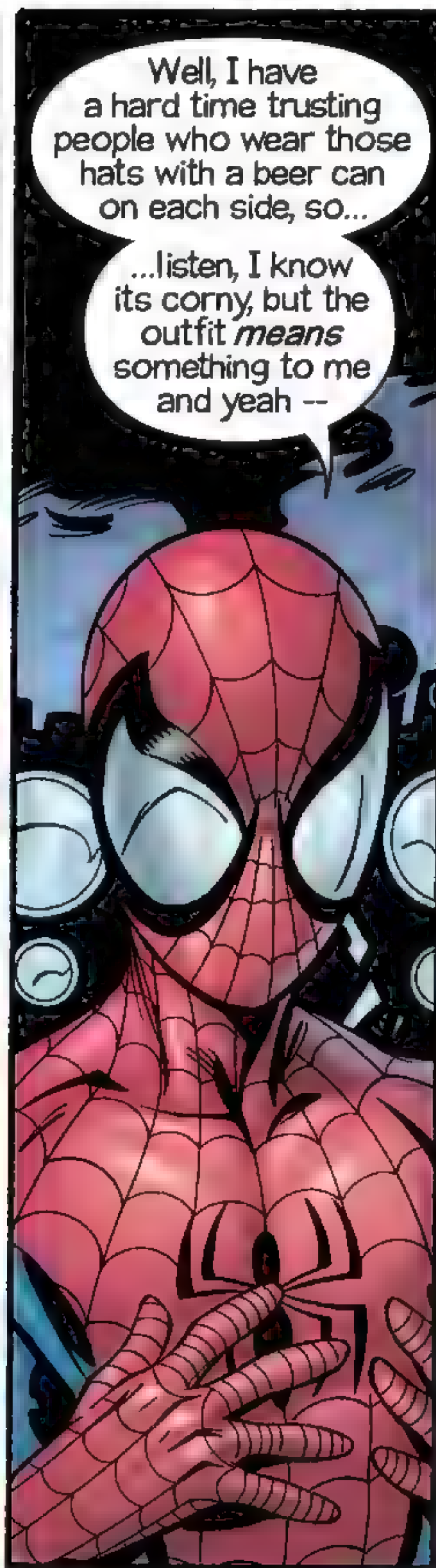
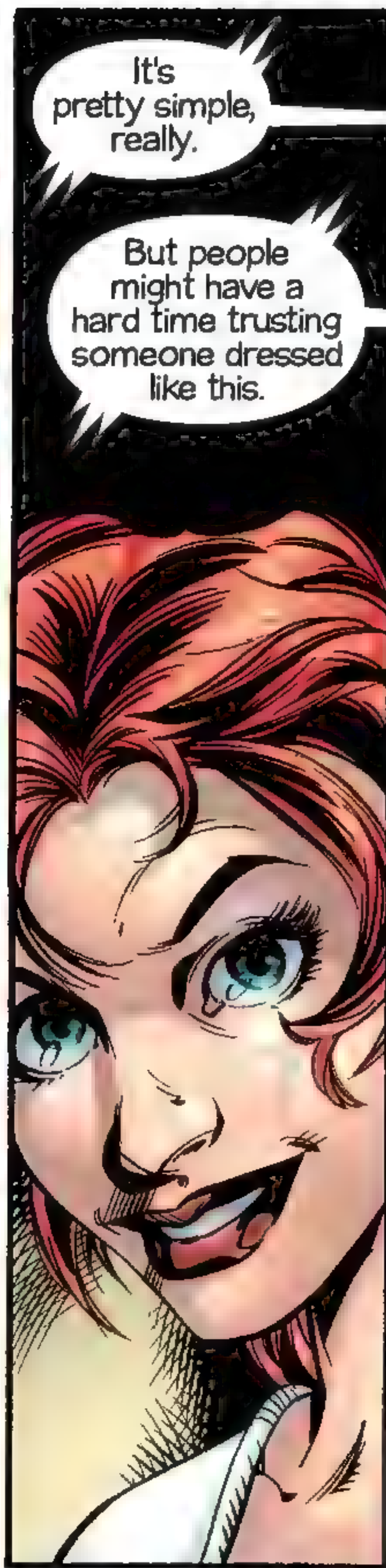
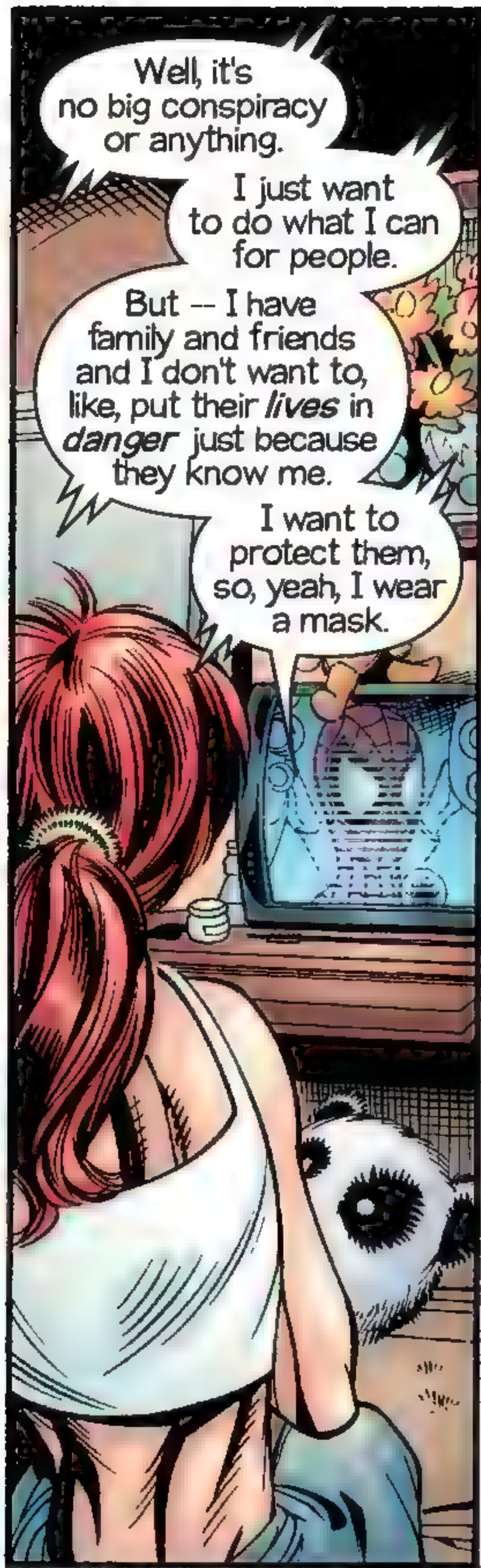
But he  
trashed you in  
the press -- he  
tried to blame  
you for all  
this --

Well, yeah --  
but that has nothing  
to do with this. It's sad  
when someone dies for  
no good reason  
like that.

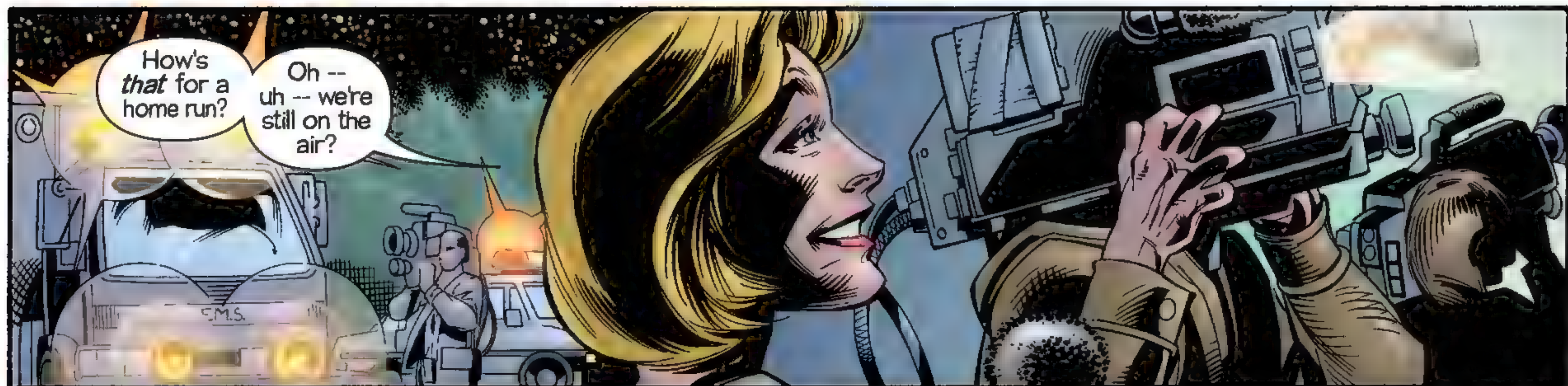












How's *that* for a home run?

Oh -- uh -- we're still on the air?

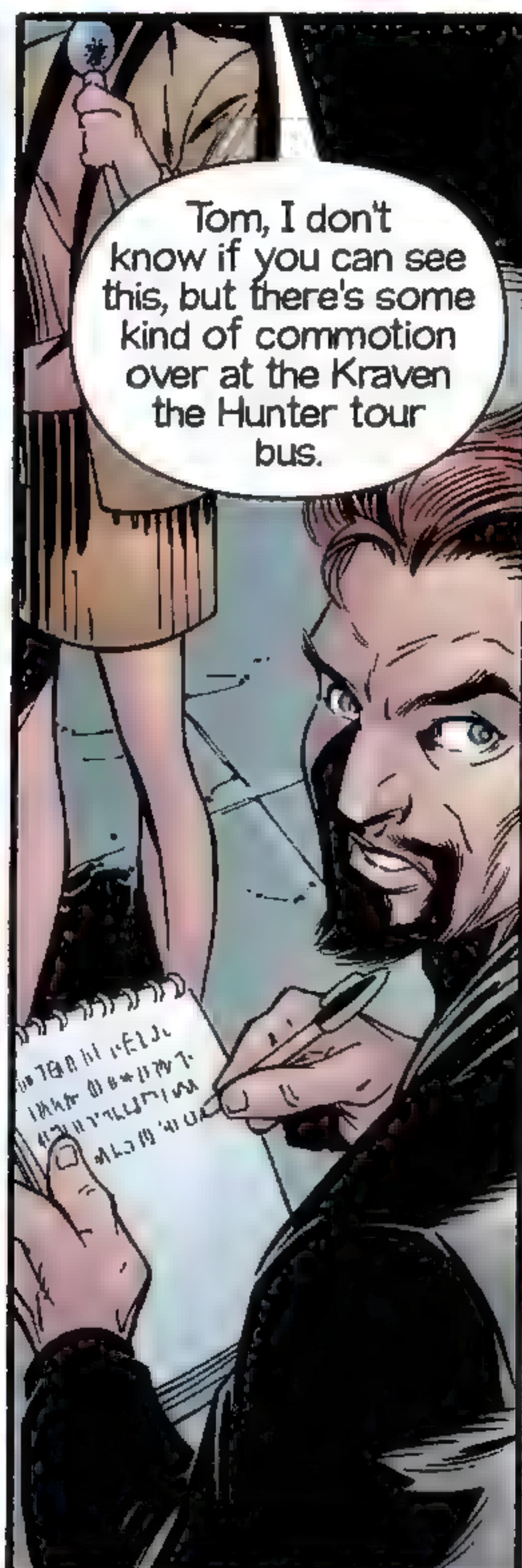


Well, there you have it, Tom.

A world exclusive interview with the triumphant Spider-Man.

And let me say from this perspective it seems that many of us have *misjudged* him from the getgo.

It looks like New York has a true hero in our midst.



Tom, I don't know if you can see this, but there's some kind of commotion over at the Kraven the Hunter tour bus.



It looks like the police have stopped the Kraven camp from trying to flee the scene.

It would seem that the police plan on arresting Kraven and his crew for their behavior here tonight.



Hold on, it seems we have even more new arrivals to this tumultuous scene.



This is Carter. We have a big fat P.D.A.

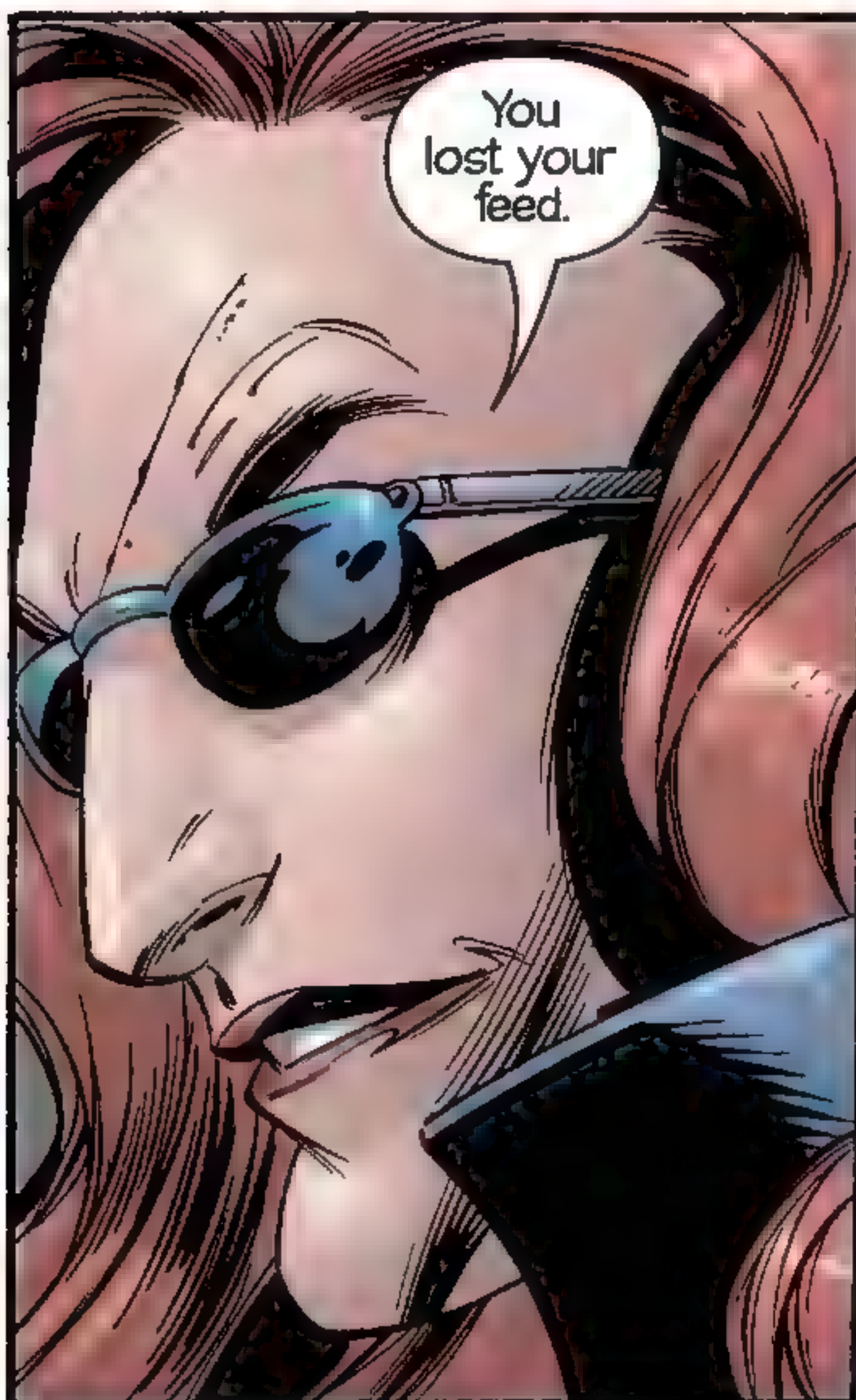
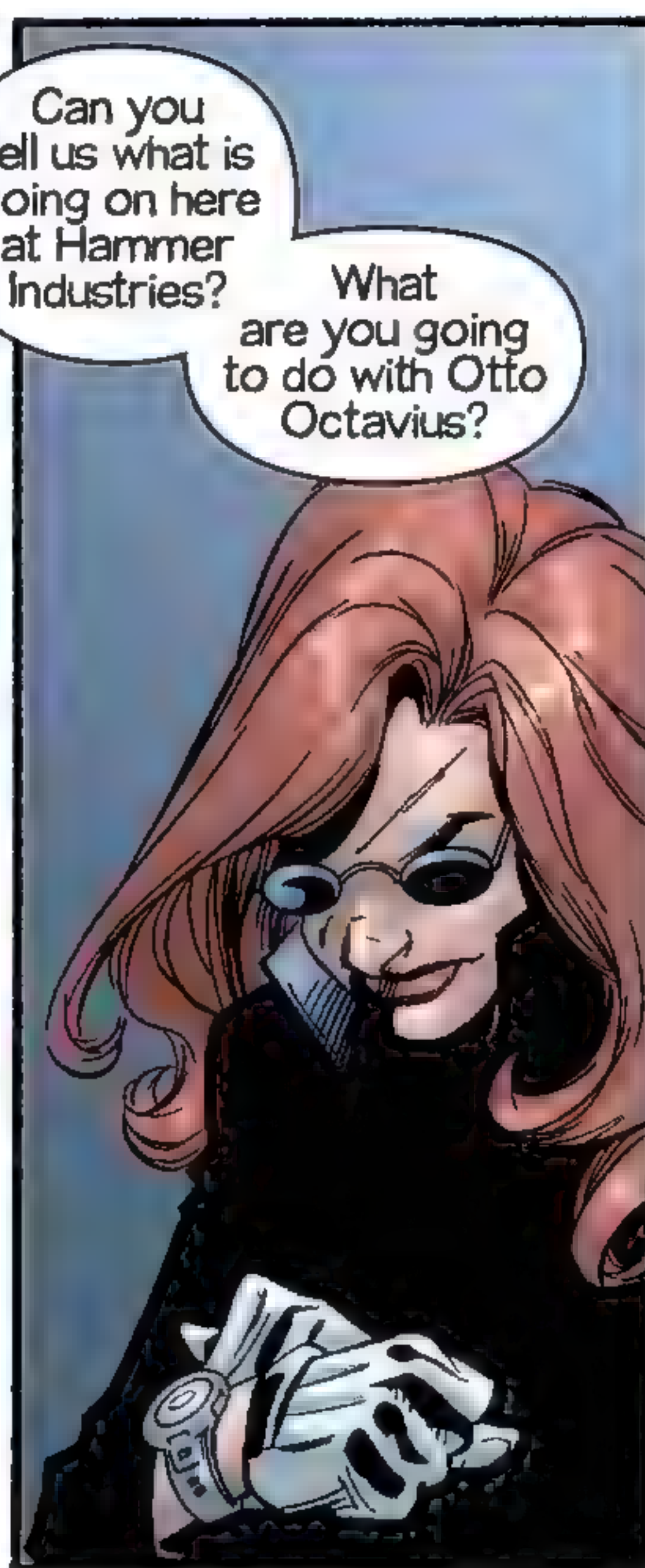
We need a doggie bag, asap.

Agent Woo, make sure the Hammer building is secure.

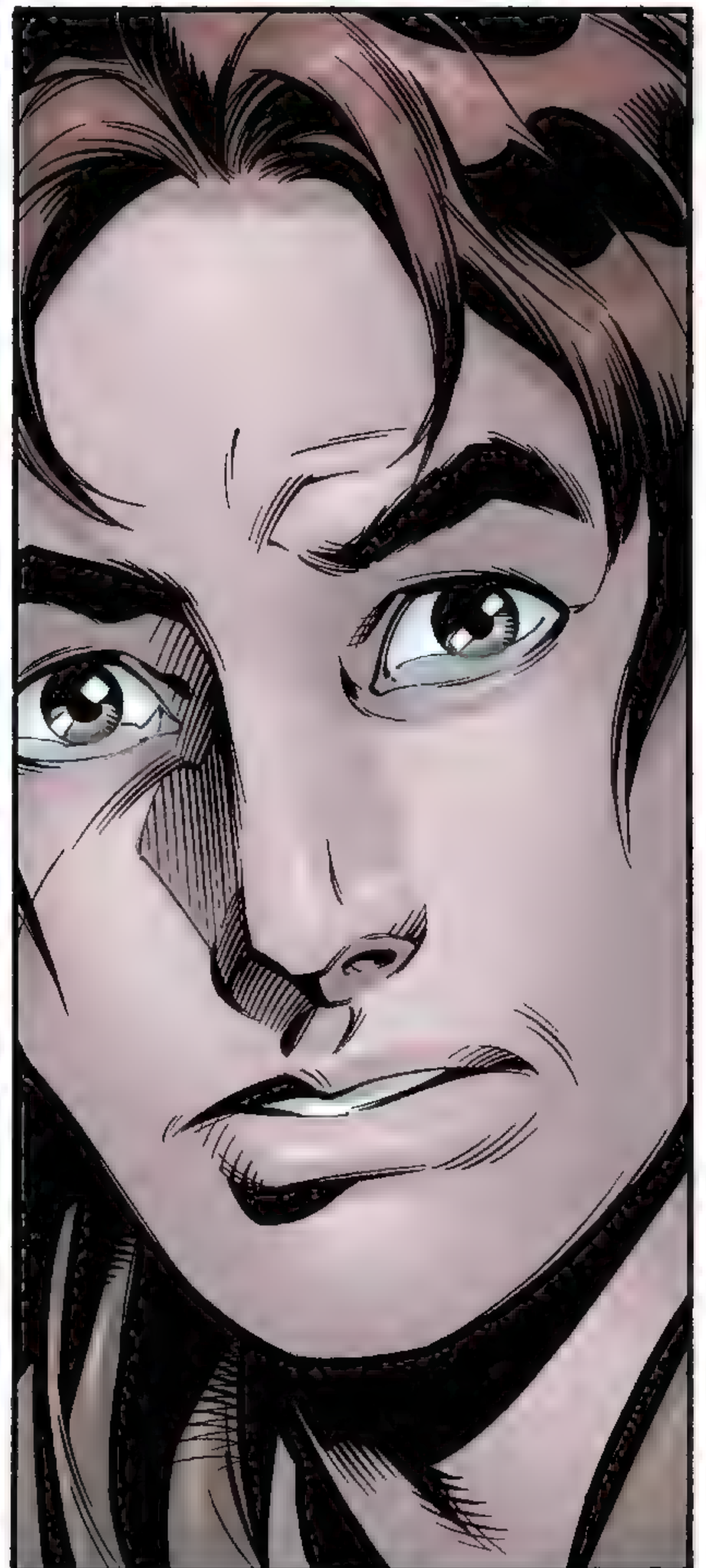
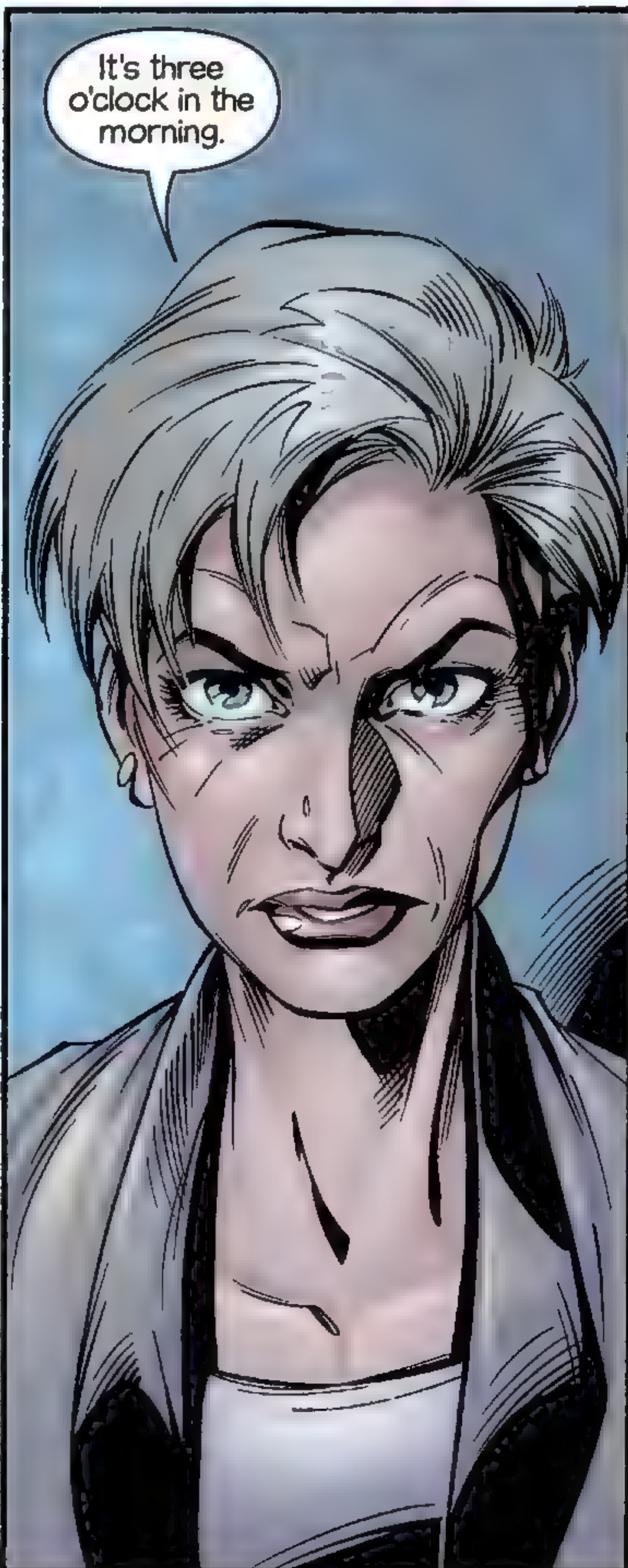
We're going to clear the civilians and pick up the Doctor.













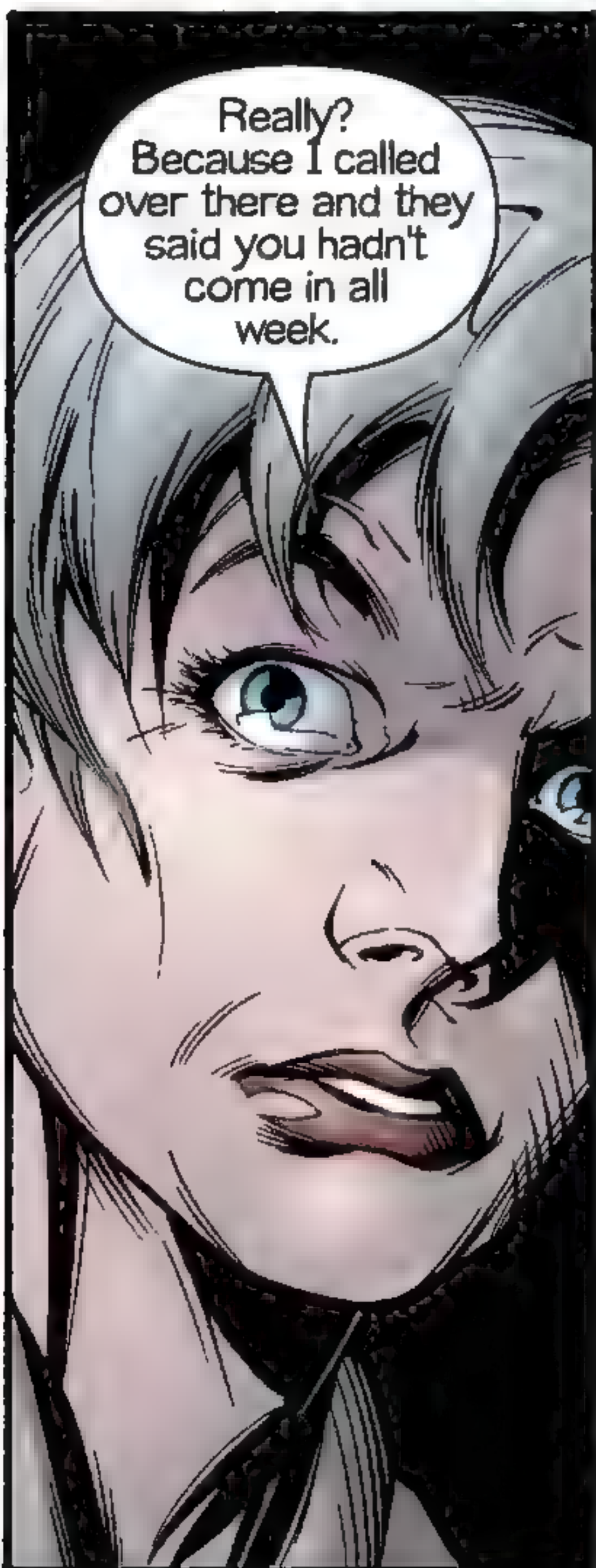


Seriously?

Wow.  
Yeah -- I --  
I was waiting  
on a train  
and --

Where  
were you?

At the --  
you know -- at the  
Daily Bugle.



Really?  
Because I called  
over there and they  
said you hadn't  
come in all  
week.



What?



Where  
were you?



No -- I --  
was there --  
'course I was  
there.

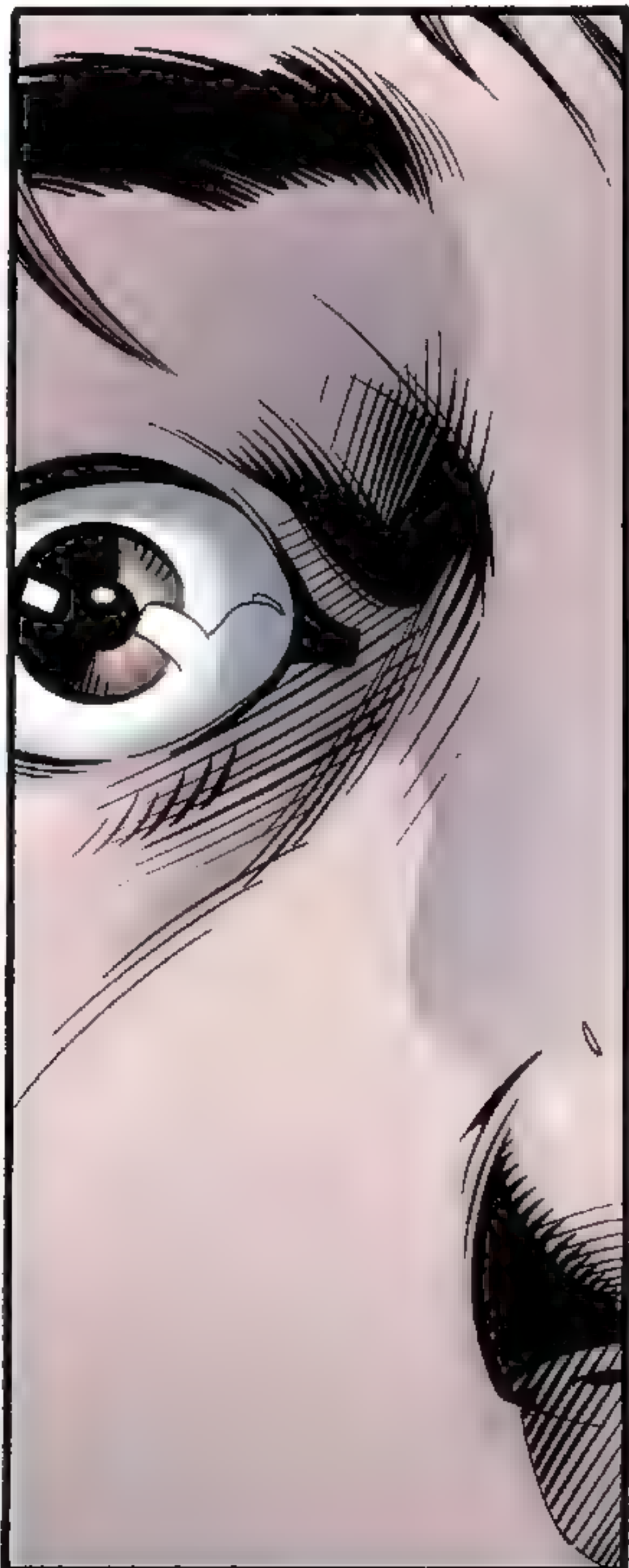
They --  
they're all kinds  
of people down at  
the Bugle. They  
all don't know  
me.

They --  
a lot of people  
think I'm just  
"The Kid."

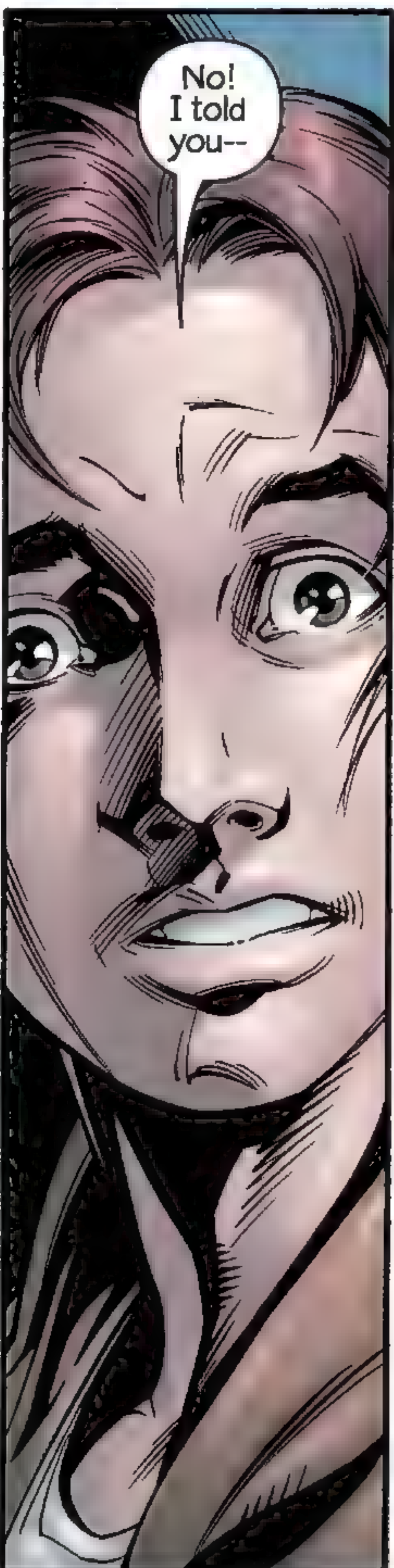
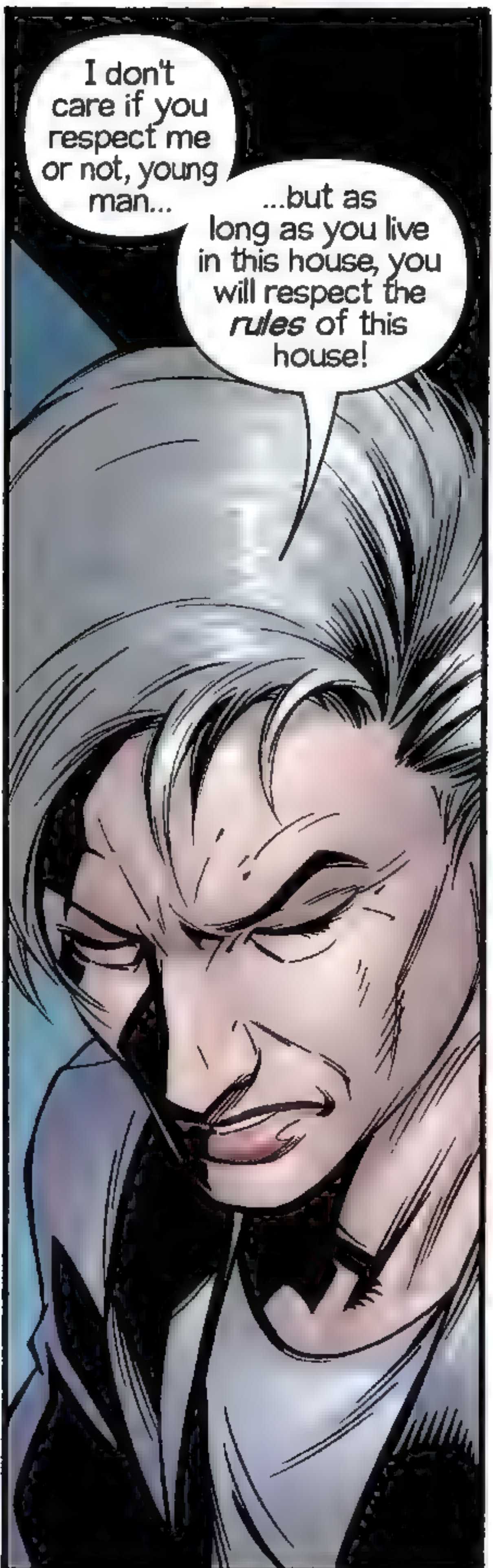
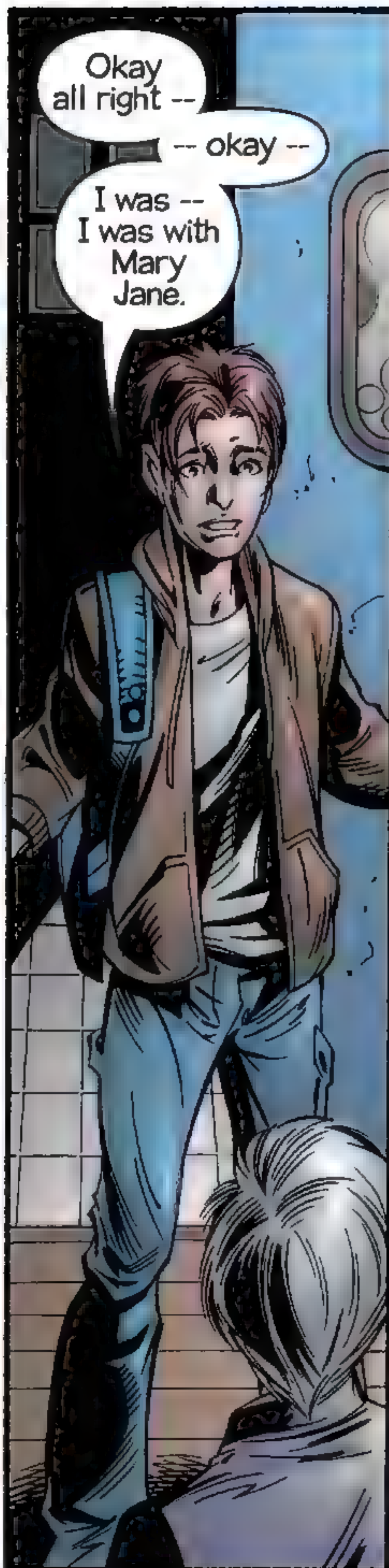
They  
probably had  
me mistaken with  
somebody else.  
Yeah...



Is this a  
bruise?











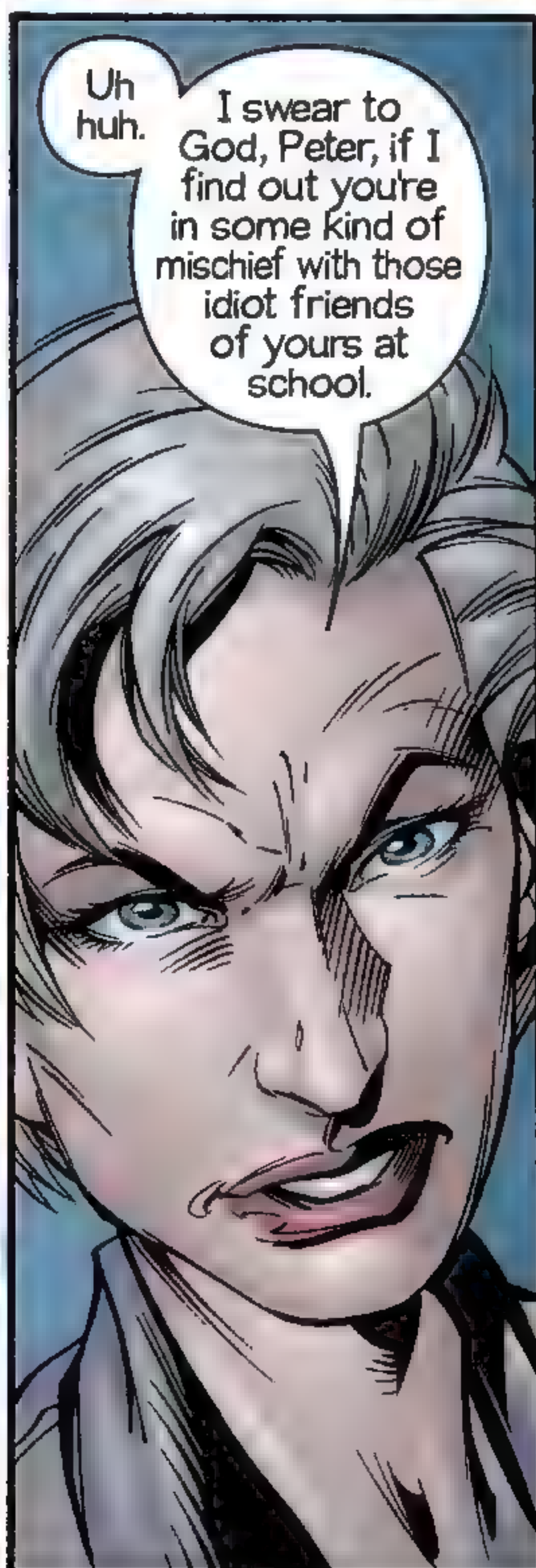
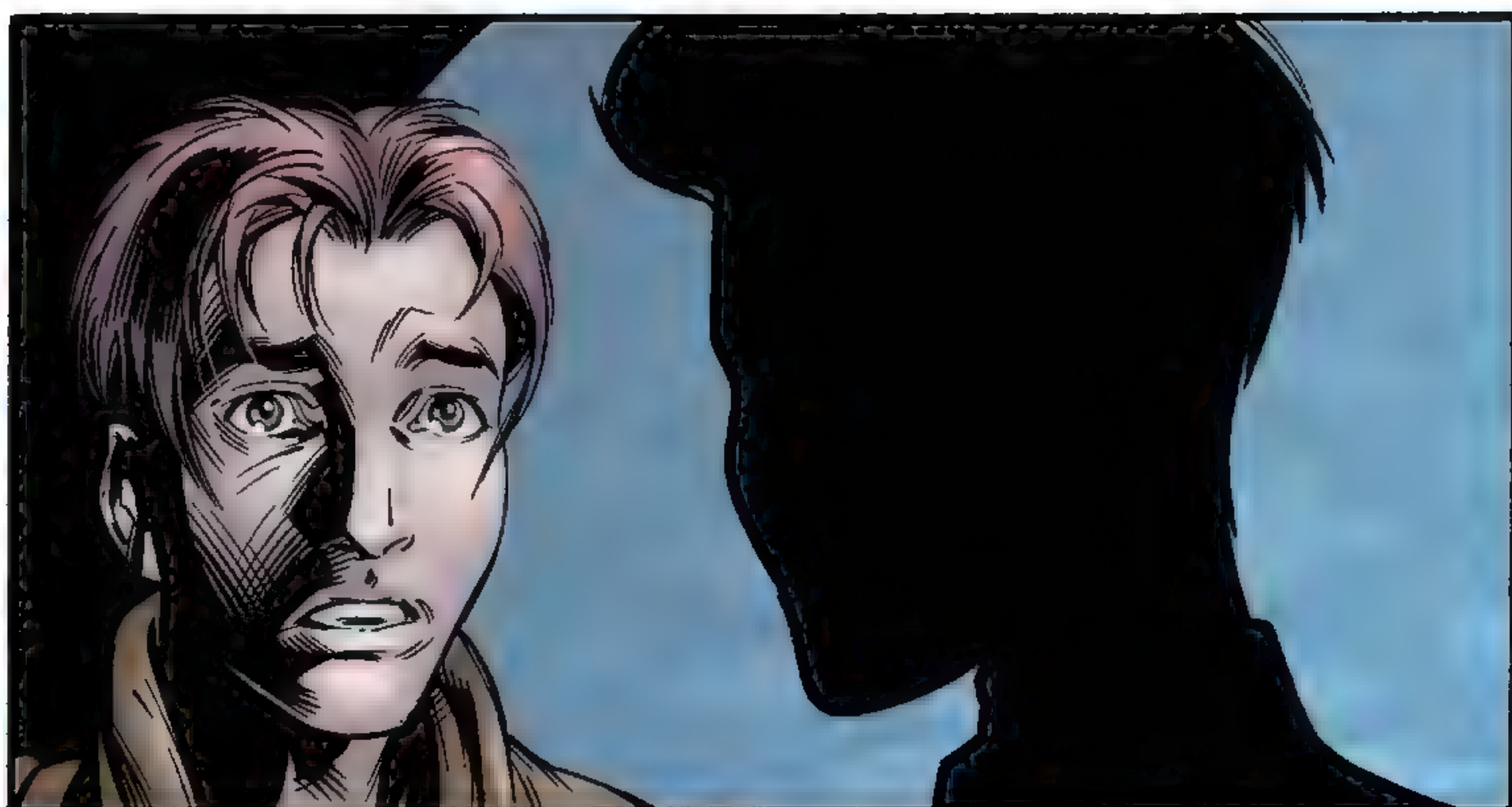
Do you think I'm stupid?!

Mary was home all night, but boy, she was sure trying to cover your hide.

She said you were at the library!

So which was it, Peter? Were you at work -- at the library -- or at Mary Jane's

Which stupid, insulting lie do you want to stick to?!



Uh huh.

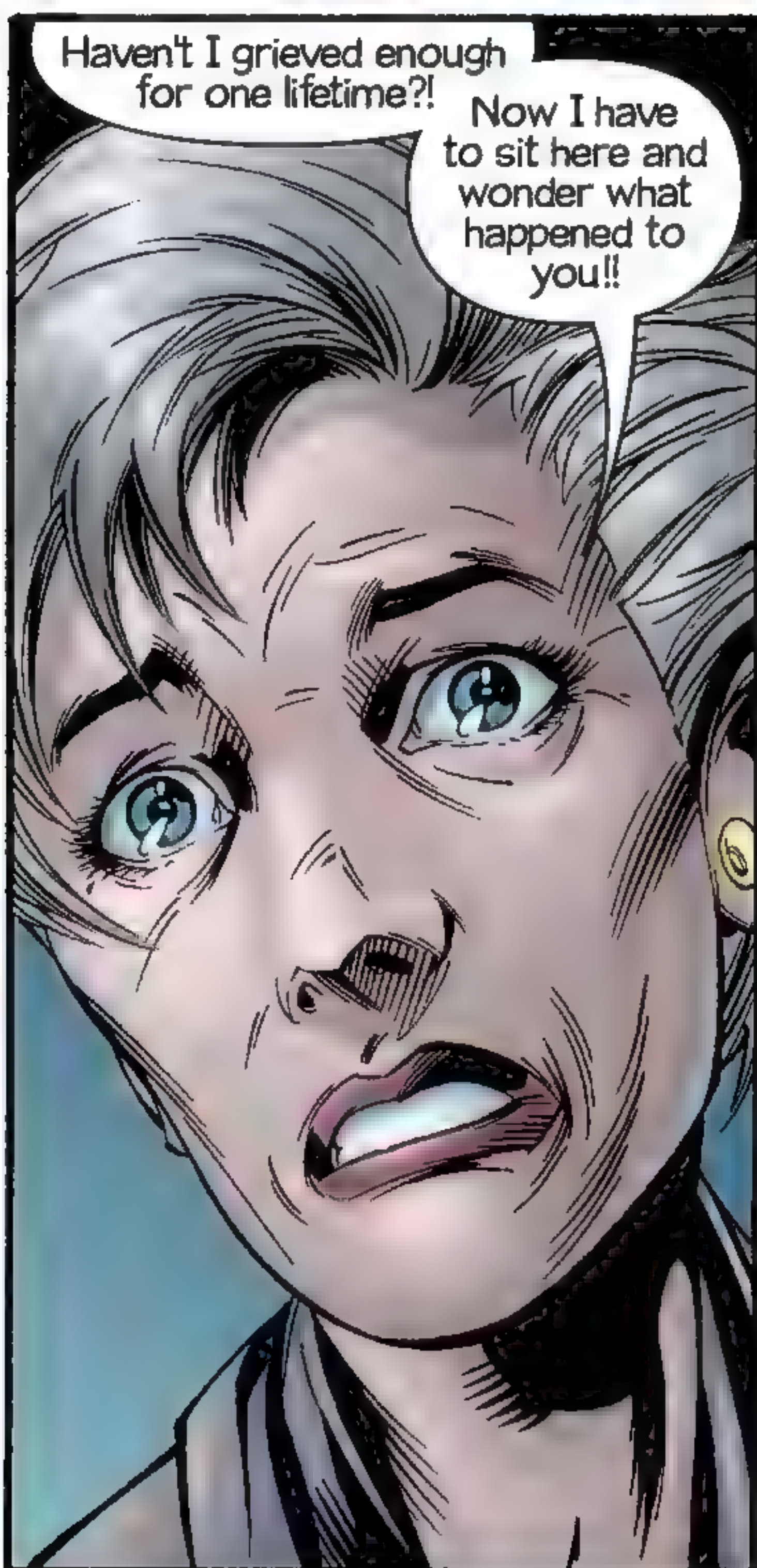
I swear to God, Peter, if I find out you're in some kind of mischief with those idiot friends of yours at school.



Oh, this is funny?

No. I just --

-- what friends?



Haven't I grieved enough for one lifetime?!

Now I have to sit here and wonder what happened to you!!



It's funny that I have to sit here and wonder if you're dead lying in a gutter somewhere?!

This nightmare of a city!

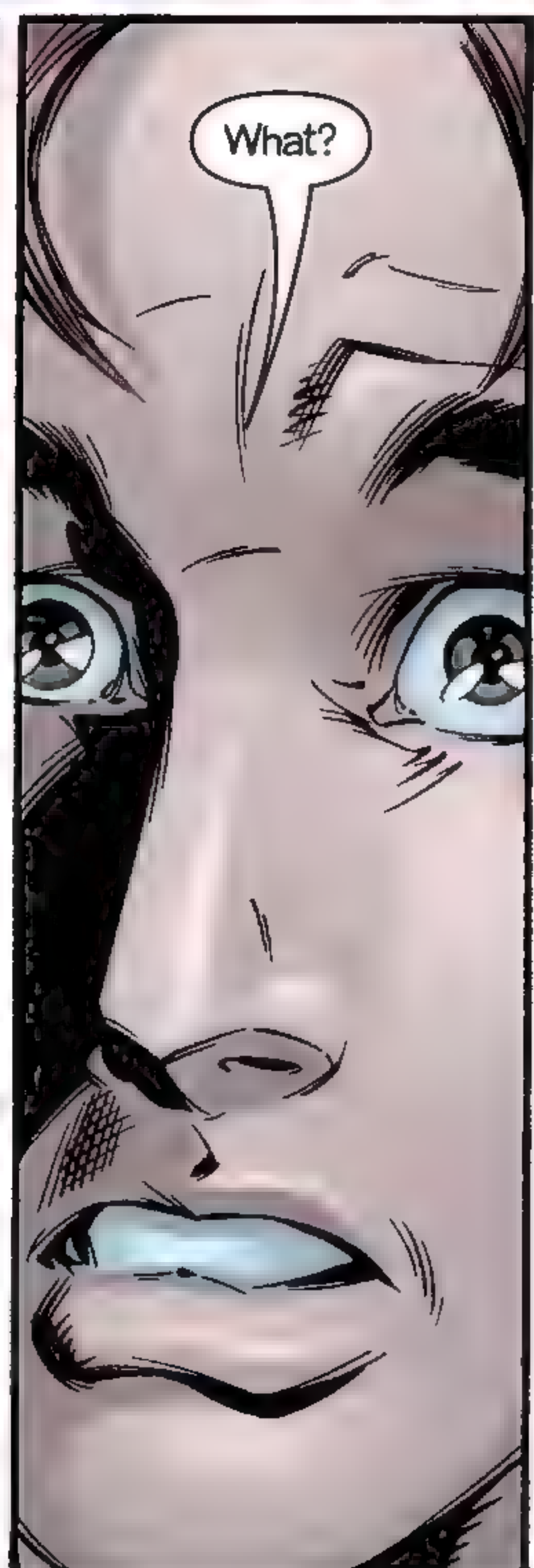
No, I --



Until you can figure out how to get home at a responsible hour and how not to lie to my face --

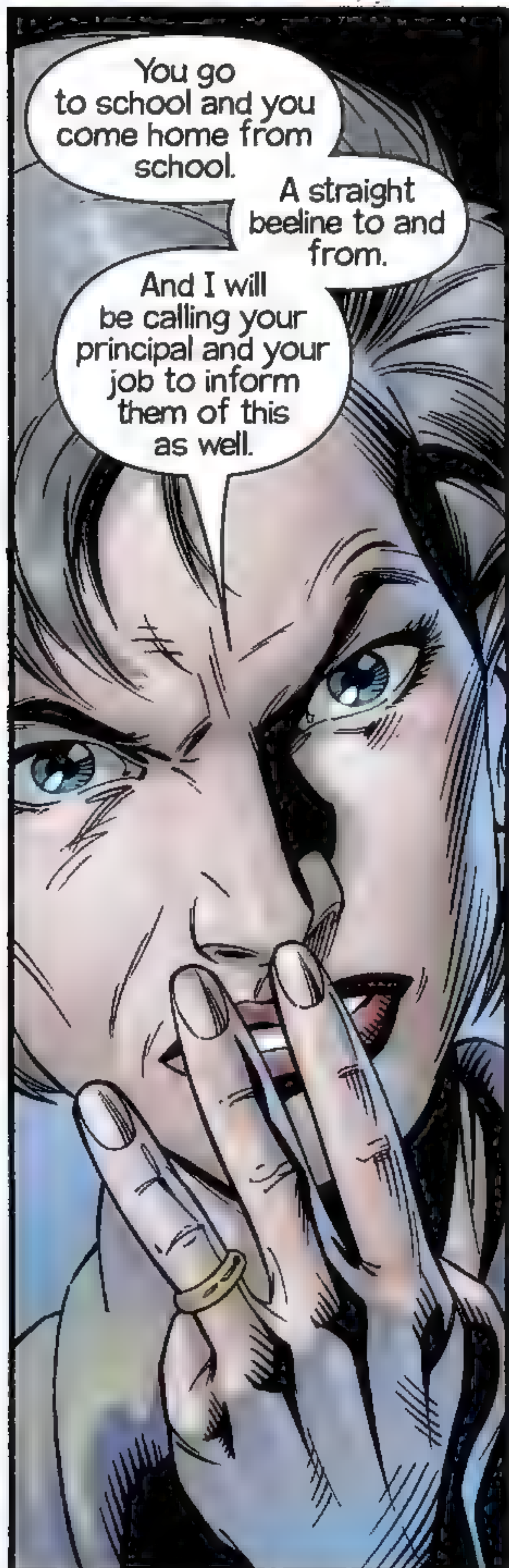
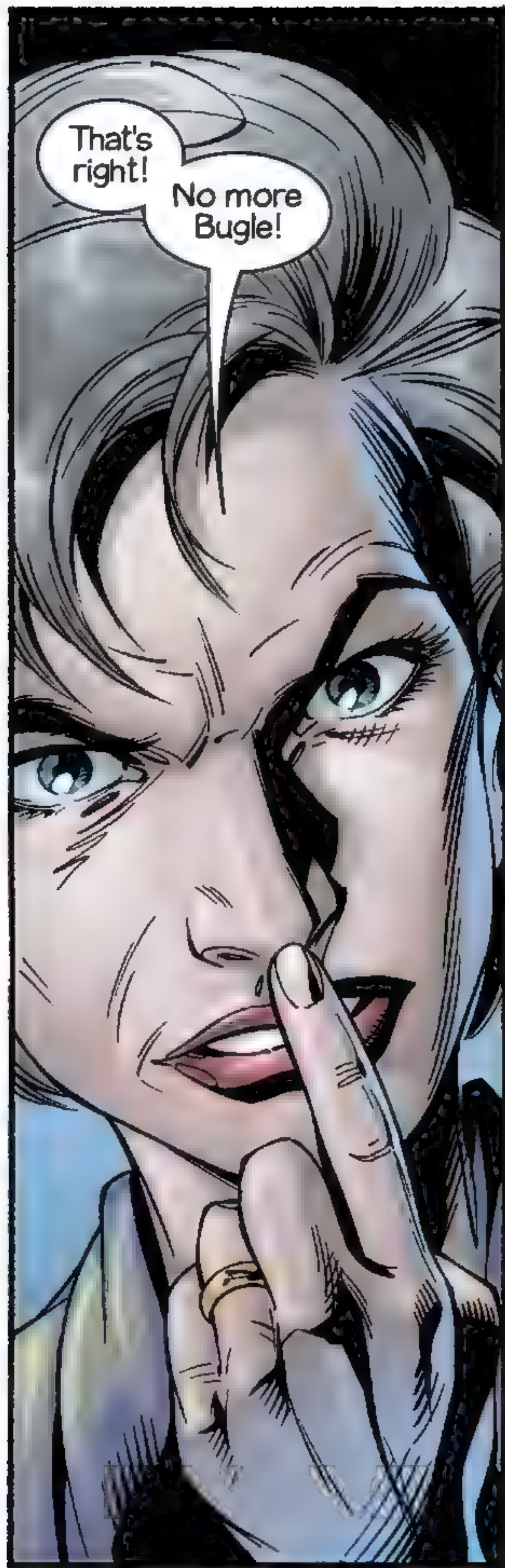
-- guess what kiddo --

-- you are grounded.

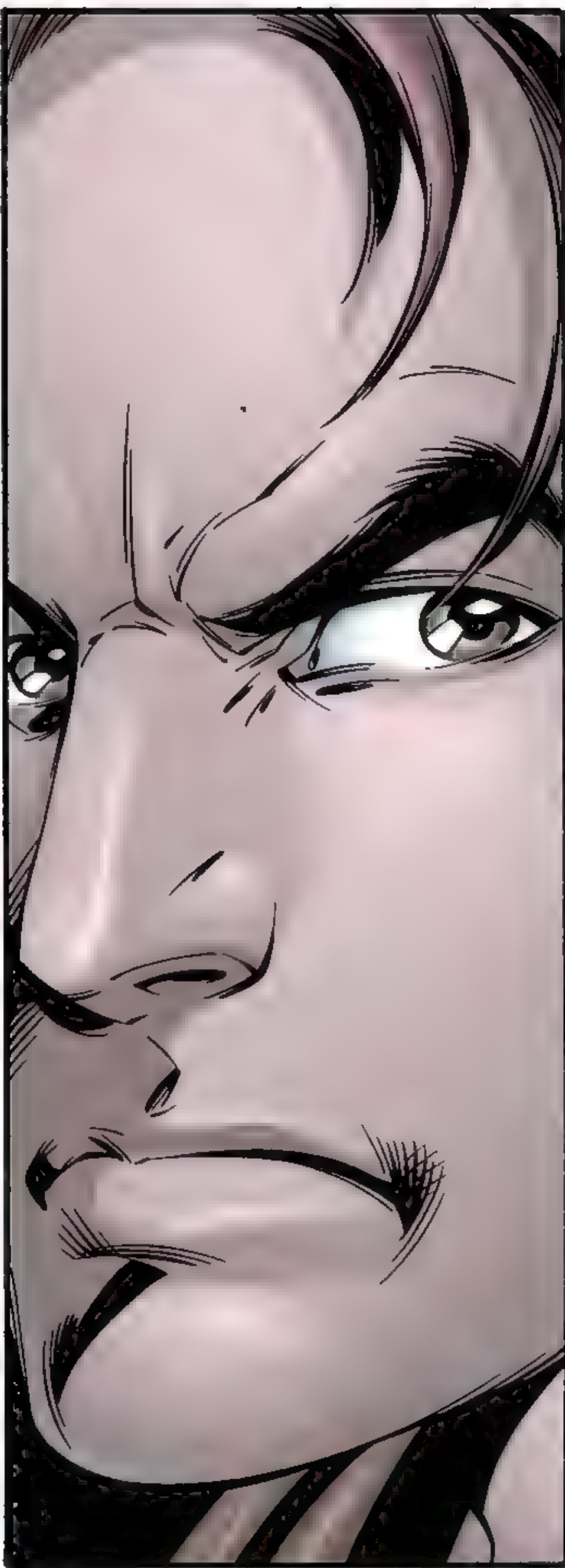


What?

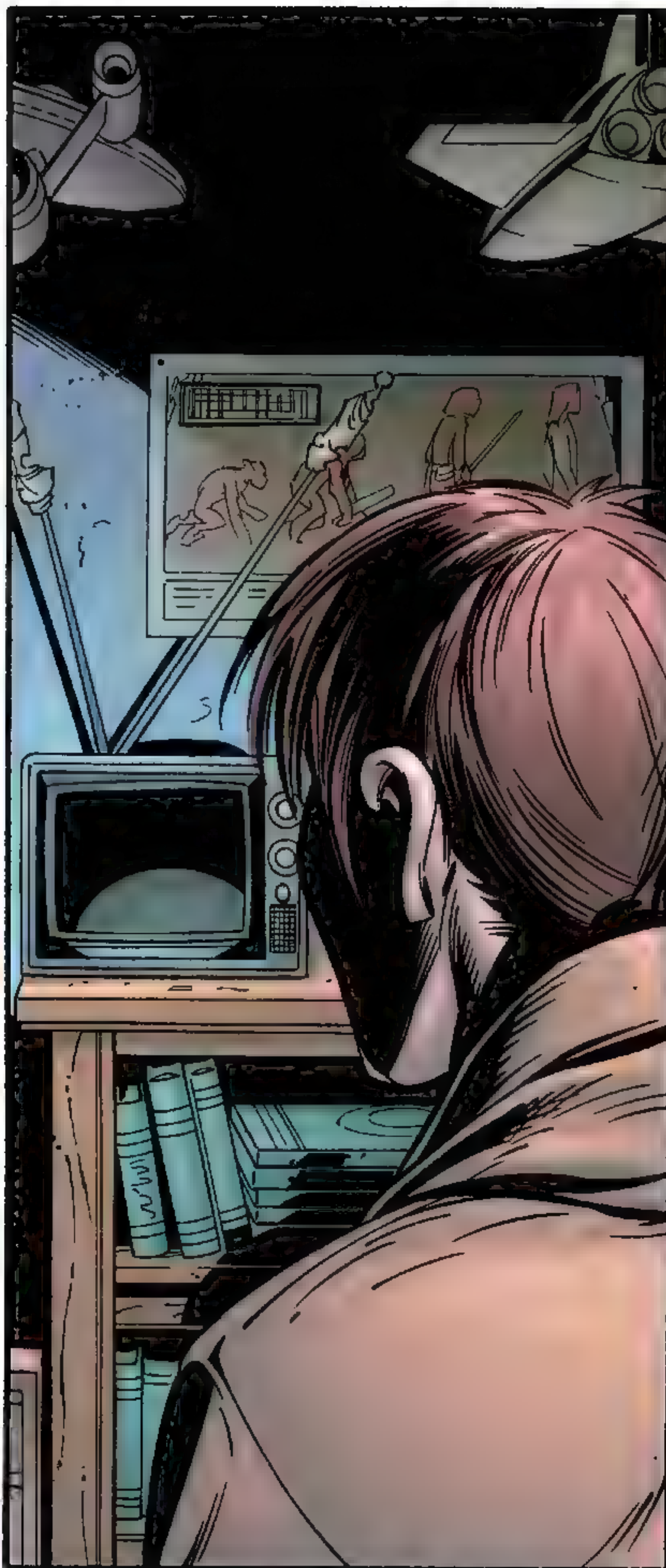












...are we back on the -- okay. Uh, if you can hear me, Tom...

This was an amazing night here at Hammer Industries. Justin Hammer dead of a heart attack at age sixty-seven.

Spider-Man selflessly battling odds obviously not in his favor against both Otto Octavius and syndicated television personality Kraven the Hunter.

Kraven the Hunter is under arrest. Otto Octavius in government custody.

And Spider-Man giving the press the first look into what makes him tick.



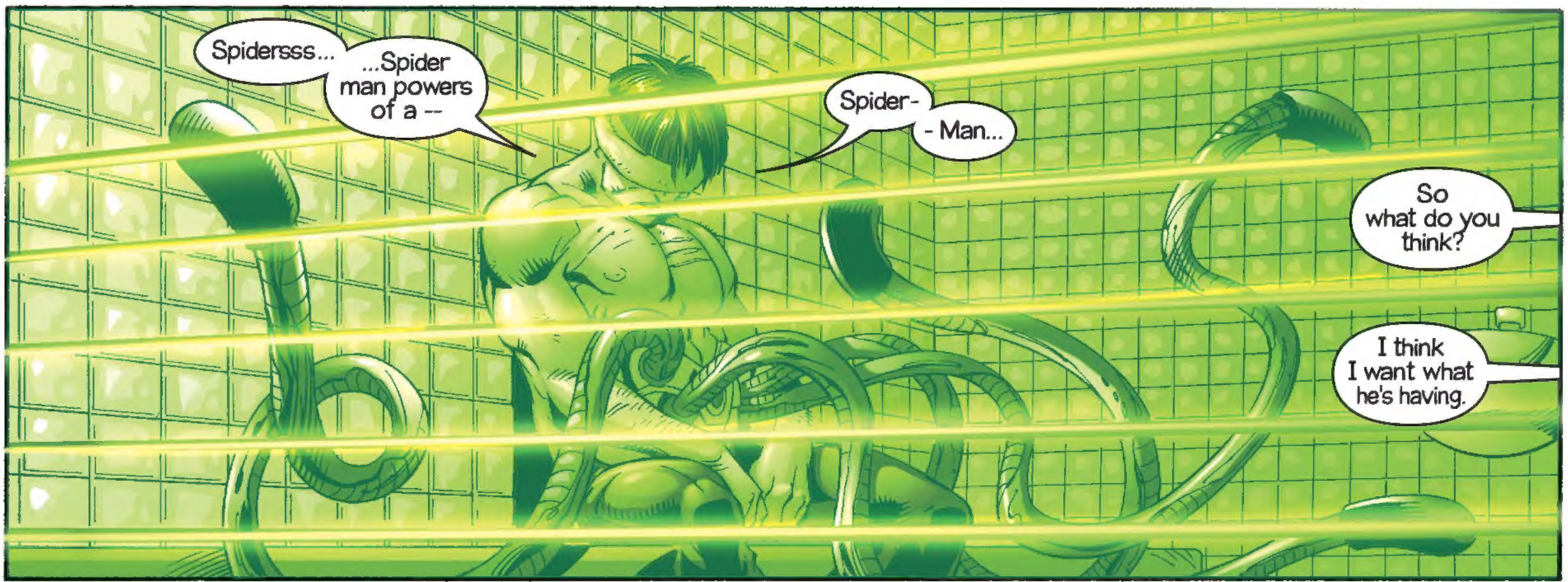
We'll be staying with this story until we get more answers as to what events shaped this fateful night in the...

Finally... big time super hero...



...and I'm grounded.



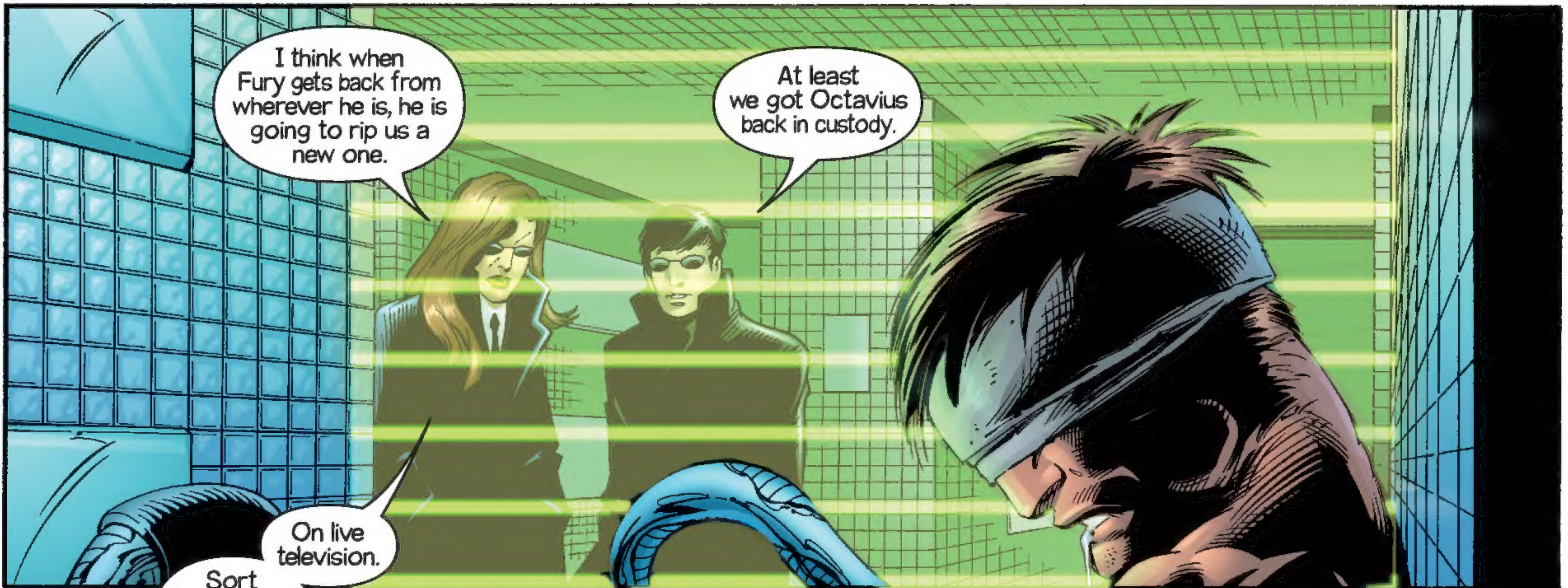


Spiderssss...  
...Spider  
man powers  
of a --

Spider-  
- Man...

So  
what do you  
think?

I think  
I want what  
he's having.

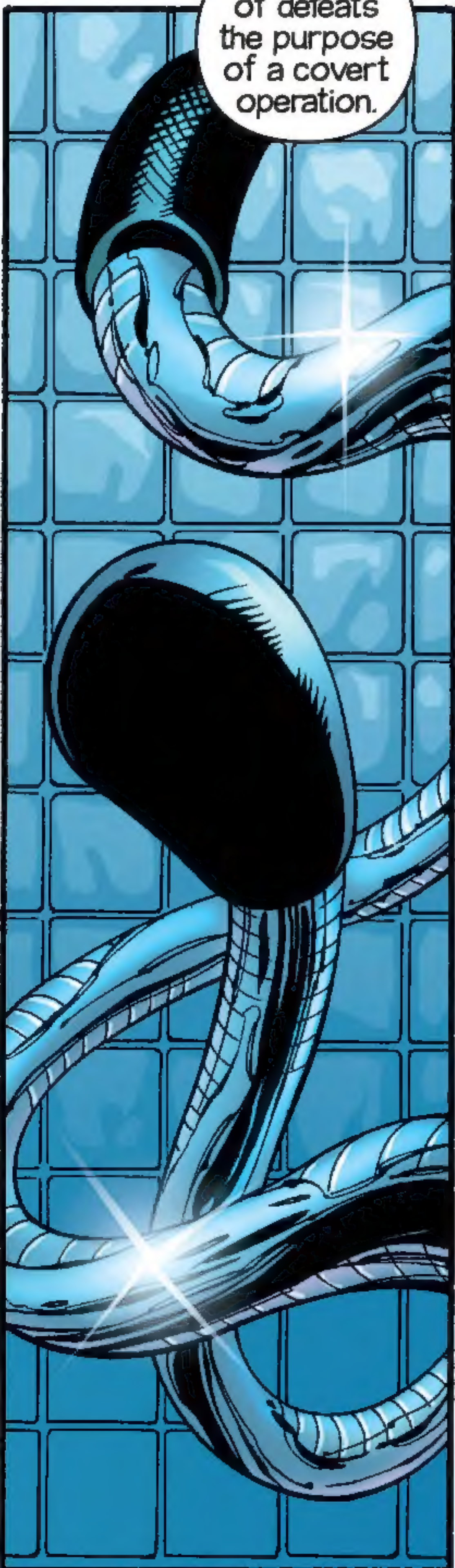


I think when  
Fury gets back from  
wherever he is, he is  
going to rip us a  
new one.

At least  
we got Octavius  
back in custody.

On live  
television.

Sort  
of defeats  
the purpose  
of a covert  
operation.



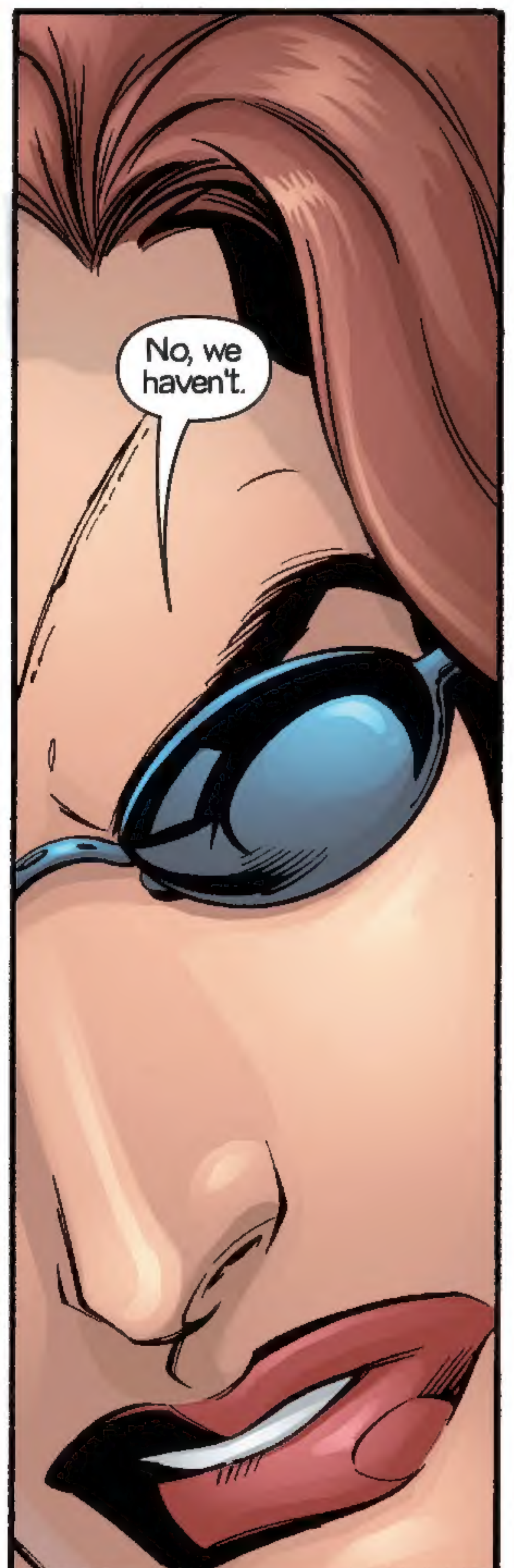
But we  
confiscated  
Hammer's Jersey  
plant.

True.

All the  
illegal genetic  
experiments he  
was funding have  
been stopped. He's  
out of the picture  
for good.

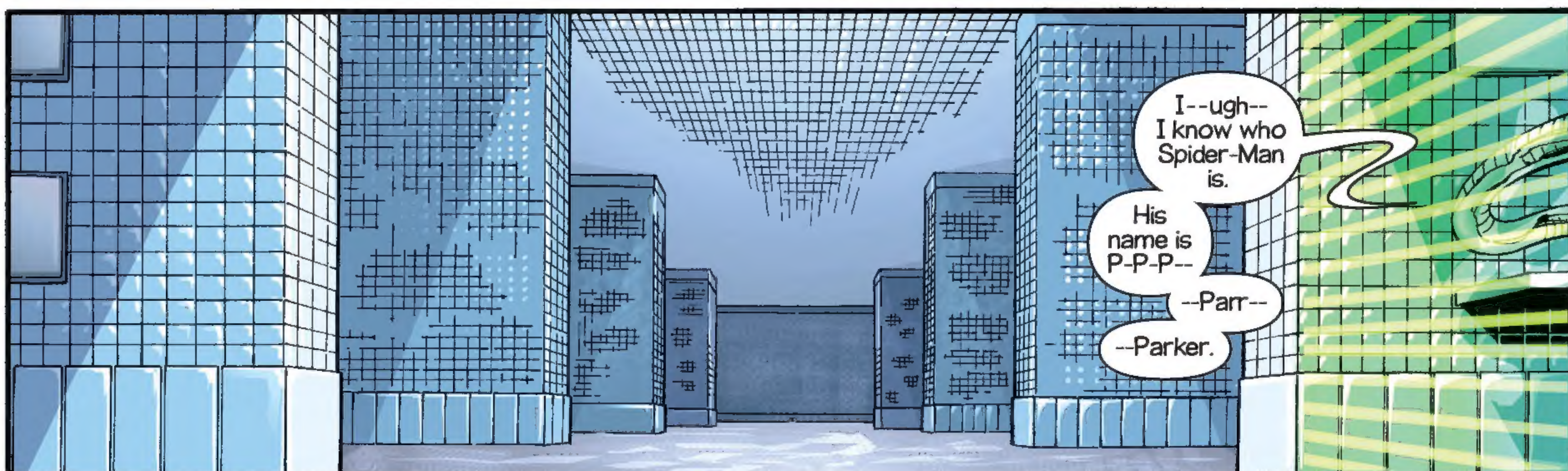
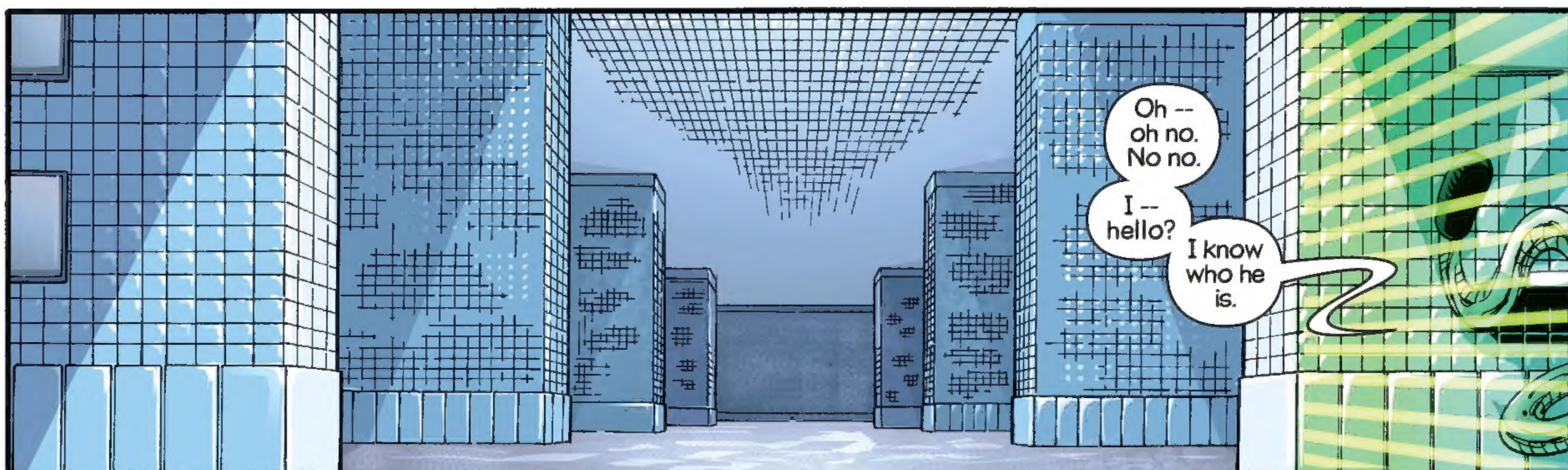
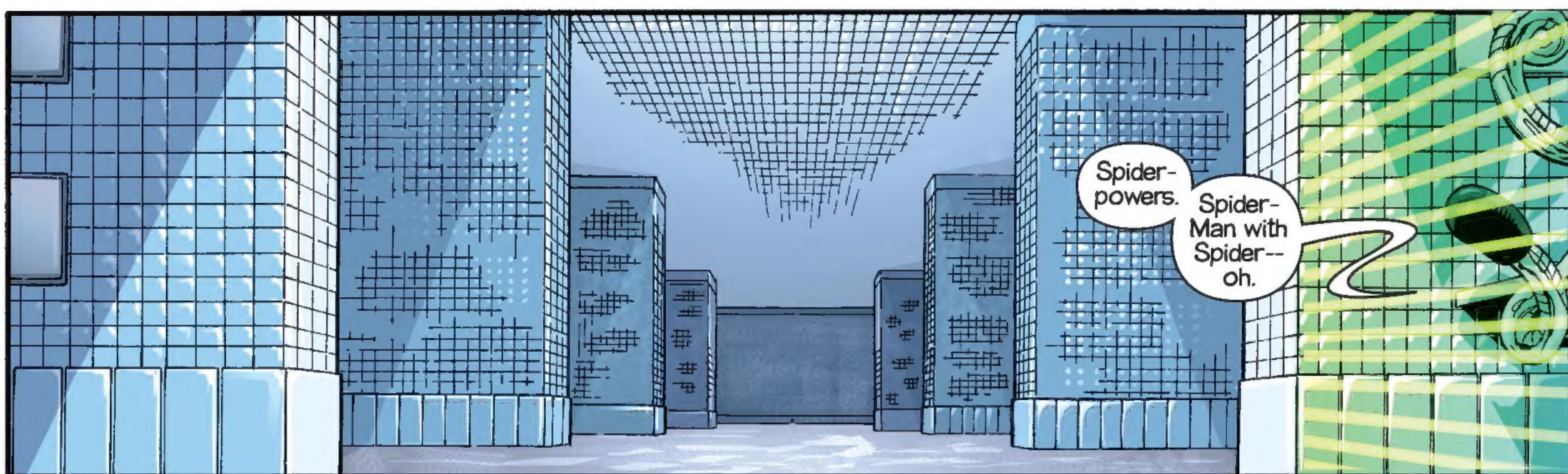
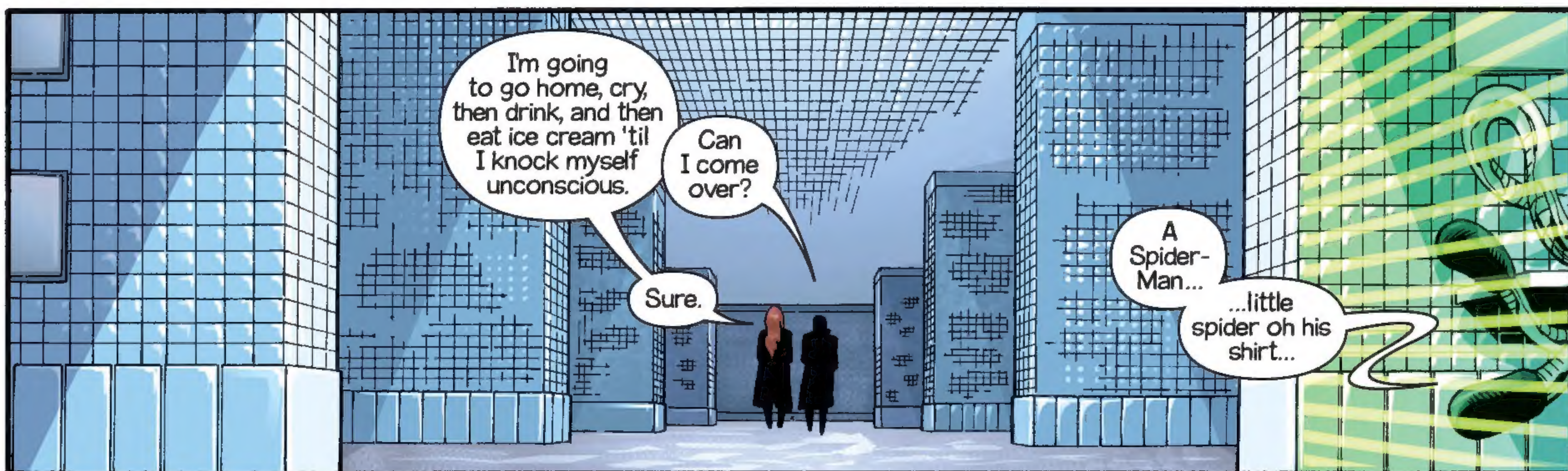
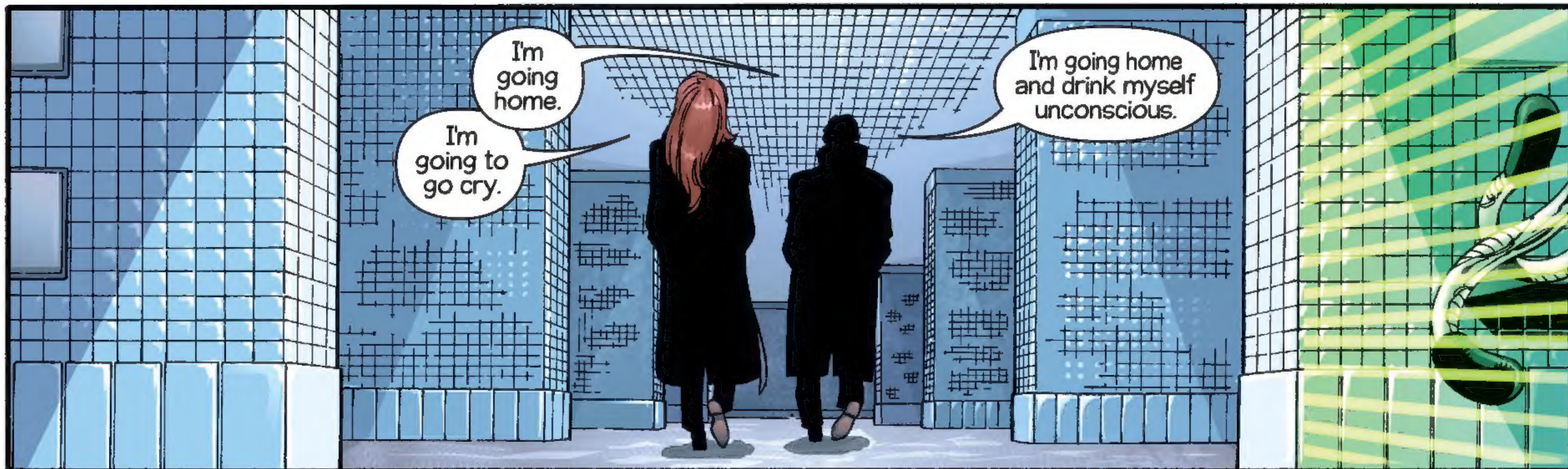
True.

We've  
done  
worse.



No, we  
haven't.







His  
name is  
Parker.

**NEXT ISSUE:**  
**THE RETURN OF THE**  
**GREEN GOBLIN!**



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